

A LITTLE PRINCESS

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THIRD DRAFT

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Over a BLACK SCREEN we hear the beautiful voice of an Indian Woman.

INDIAN WOMAN (V.O.)

A very long time ago, when the sun sat higher than it does now, there lived a beautiful princess in a mystical land known as... India...

FADE IN:

1 EXT. HIMALAYAS - SUNRISE

1

A breathtaking vista of majestic peaks, rising up to the heavens.

INDIAN WOMAN (V.O.)

... She was married to the handsome Prince Rama, who had been banished to the enchanted forests by his jealous step-mother Queen Kaikeyi.

2 EXT. FOREST - DAY

2

A boa constrictor slithers along a tree branch. A tiger moves silently through the woods. EXOTIC BIRDS CRY.

INDIAN WOMAN (V.O.)

But the brave princess loved her prince so much, she cared not if she had to live in the forest with the tree spirits... And so, she went with him...

A ray of sunlight pierces through the trees, and we see Prince Rama and Princess Sita standing together at the edge of a pond.

INDIAN WOMAN (V.O.)

One day, Princess Sita saw a wounded gazelle in the woods, and she begged Rama to go and help it...

Sita motions to a wounded gazelle limping off through the trees.

(CONTINUED)

CONTINUED:

INDIAN WOMAN (V.O.)

The Prince was afraid to leave
Sita alone, for at the other end
of the forest lived the evil and
powerful, ten-headed demon --
Ravanna.

LITTLE GIRL (V.O.)

A ten-headed demon?! ... Oh, my...

Rama takes a stick and draws a circle in the ground
around Sita.

INDIAN WOMAN (V.O.)

Rama drew a circle in the ground
and said to her, 'This is a magic
circle. So long as you stay
inside it, no harm can come to
you.'

Sita and Rama kiss good-bye.

INDIAN WOMAN (V.O.)

Sita promised she would stay
there, and kissed her prince good-
bye.

CUT TO:

EXT. FOREST - NIGHT

Moonlight shines through the trees. Sita sits within the
circle.

INDIAN WOMAN (V.O.)

That night... the Princess heard
a horrible cry...

MAN (V.O.)

Help...! Please, help me...!

Sita stands, hesitating at the edge of the circle.

INDIAN WOMAN (V.O.)

Thinking it was her beloved Rama
in danger, the Princess ran from
the circle to answer the cry.

Sita steps out of the circle.

LITTLE GIRL (V.O.)

Oh, no!

(CONTINUED)

CONTINUED:

We FOLLOW Sita as she runs deeper into the forest, calling out:

INDIAN WOMAN (V.O.)

Rama... Rama...!

Sita suddenly comes upon... a beggar, seated under a tree, holding out an empty bowl.

INDIAN WOMAN (V.O.)

She soon came across an old beggar man. And though she had no food or money to give him, she could not refuse his plea.

Sita takes a long, beaded bracelet off her wrist.

CLOSEUP - BRACELET

as it falls in SLOW MOTION into the beggar's hand.

INDIAN WOMAN (V.O.)

As soon as he had the bracelet...

The beggar turns into a grotesque, ten-headed creature -- Ravanna.

SMASH CUT TO:

LITTLE GIRL

as she jumps back in excited fright.

LITTLE GIRL

The beggar suddenly transformed into the ten-headed demon, Ravanna!

This is SARA CREWE, a captivating 10-year-old with bright blue eyes and a fiery spirit. Bold, intelligent, and held in perpetual wonder.

SARA (LITTLE GIRL)

He grabs the Princess and takes her to his palace, where he intends to make her his bride!

PULL BACK to reveal --

(CONTINUED)

EXT. SMALL LAKE - DAY

Sara sits on a rock in the lake shallows. Clad only in her slip, she is still wet from swimming. In the water next to her, a 9-year-old Indian boy, LAKI, plays with a baby elephant, Sivi.

Laki's mother, MAYA, 40, sits nearby on the banks of the lake.

MAYA

If you already know this story,
Sara Crewe, why do you make Maya
tell it to you again and again?

SARA

Because I never get tired of
hearing it.

Sara lays back on the rock, staring up at the clouds.

SARA

Did you ever know a real prince,
Maya?

MAYA

Yes... Laki's father.

Laki climbs onto Sivi's back.

LAKI

I thought he was in the Army?

Sivi's trunk playfully nudges Sara. She pushes it away.

MAYA

He was... and he was my prince.
And I, his princess.

Sivi nudges Sara again. She sits up and pets him affectionately, while Laki tries to stand and balance on Sivi's back.

SARA

But I mean real princes and
princesses.

MAYA

All women are princesses... It is
our right.

Sara smiles, thinking about this. Laki suddenly loses his balance and falls off of Sivi, splashing into the lake.

CUT TO:

EXT. HILL STATION (SIMLA, INDIA) - DAY

SUPERIMPOSE: SIMLA, INDIA... AUGUST, 1914

An expansive mansion on manicured grounds. Elegantly dressed British ladies and gentlemen stroll about, as Indian servants bring them cool drinks. British children run and play games.

Sara, riding on top of Sivi, is led to the rear of the mansion by little Laki. Many of the British shoot disapproving glances.

Two BRITISH LADIES sit under a tree, whispering to each other.

BRITISH LADY #1

How can that charming Captain Crewe have such a disagreeable child?

BRITISH LADY #2

The mother was an American, you know.

BRITISH LADY #1

Oh, well, that explains it.

Some children, led by snotty CLARA PIDESON, 12, crowd around Sara, as Sivi stops to drink from a fountain. Laki helps Sara dismount.

CLARA

Get that smelly animal out of here.

SARA

I will not. He's thirsty.

CLARA

I wasn't talking about the elephant.

Laki bows his head in shame. Clara and the others laugh. Sara, steaming with rage, marches straight up to Clara. With a mad gleam in her eye, she raises her arms and begins to shake her hands up and down Clara's body as she chants in pig-Indian.

Laki and the others watch in wonder. Clara doesn't know what to do.

CLARA

Stop that! What are you doing?!

Sara stops and gives Clara a cool stare.

(CONTINUED)

CONTINUED:

SARA

I just put an ancient curse on you. When you turn twenty all your hair will fall out and every time you talk it will be backwards, so your name won't be Clara Pideson, it'll be Arlac Nosedip.

Beat. Clara starts screaming.

CLARA

Aaahhhhh!

CUT TO:

EXT. TEA GARDENS - SUNSET

Miles and miles of open meadow. A MAN, his back TOWARD us, stares at the Himalayas in the distance, as the sun sets behind them.

MAN

I'll miss it here... India is the only place on earth that stirs the imagination.

The Man turns and smiles down at Sara, who stands at his side.

MAN

Not that you need any help in that department.

Sara grins coyly and looks up at him. We now recognize the Man as Prince Rama from Maya's story. In reality, he is CAPTAIN ANDREW CREWE, Sara's handsome young father. *

CREWE

Aralc Nosedip, huh?

SARA

(shrugs)

She asked for it.

Crewe smiles and puts an arm around his daughter. They begin to walk through the field of tall grass. Crewe eyes the scenery.

CREWE

Just look at it, Sara... Remember, it's all a part of you.

(CONTINUED)

CONTINUED:

Sara looks around, then picks up a tall stem of grass with delicate, flaxen wisps at its tip.

SARA

What is this part, Daddy?

Crewe gently takes the stem, feigning surprise.

CREWE

This? You mean you don't know about the Sinda grass?

Sara shakes her head, smiling in anticipation.

CREWE

Look closely... Each of these little seeds is one of your dreams... And when you blow them into the wind, a wish comes true.

SARA

Really?

Crewe holds the stem out to her.

CREWE

Go ahead.

Sara closes her eyes, then blows the flaxen wisps off the stem. They float into the wind, reflecting the sun like specks of gold.

CREWE

What did you wish?

SARA

That summer would never end.

Sharing her sadness, Crewe kneels down before her.

CREWE

It'll be okay, sweetheart... You're going to love America.

SARA

But it's so far away. Why can't I go to school in England? At least we'd be closer to each other.

(CONTINUED)

CONTINUED: (2)

CREWE

England's no place for a young girl until this war is over. Besides, you'll be going to the same school your mother went to when she was your age. In a city called New York.

Sara puts her head on his shoulder. He wraps his arms around her.

SARA

New York... What a silly name.

CREWE

I hear it's a silly place..

CUT TO:

EXT. INDIAN VILLAGE - DAY

The Indian Mall -- a collection of stalls where merchants sell a variety of goods -- is crowded with buyers and sellers.

Through the busy streets, Crewe and Sara are carried in a tonga (rickshaw). Sara stares with fascination at the merchants, snake charmers, and gypsies in the marketplace.

The tonga steps in front of a building marked United Service Club.

CUT TO:

INT. UNITED SERVICE CLUB - DAY

Sara and Crewe enter, passing a sign that reads: MEN ONLY. The private club is filled with British officers, mingling over drinks. When they see Crewe and Sara, they grow quiet, offended by the presence of a child in their club, especially a female one.

Although both Crewe and Sara are aware of this, neither could care less. Crewe nods hello to his fellow countrymen and proudly leads Sara up to the bar at the back of the room, one side of which also serves as a message desk. Behind it stands HARESH, an Indian man.

HARESH

Captain Crewe! Good afternoon!

(CONTINUED)

CREWE

Hello, Haresh. Those shipment orders come in yet?

HARESH

One moment, I'll see.

Sara wanders off to observe a poker game at a nearby table.

Eyeing the cards of a poker player from over his shoulder, she looks across the table to see a 2ND POKER PLAYER sweating over what to bet. He glances up at Sara, who signals him to raise the stakes. He hesitates, then follows Sara's advice, throwing some chips in.

2ND POKER PLAYER

Call.

The 1st poker player looks suspiciously back at Sara, who smiles innocently. He lays his hand down... three Jacks. The 2nd Poker Player's eyes widen, and he throws his hand down in disgust... only a pair of Kings. He glares at Sara, who shrugs.

Haresh returns to Crewe with the shipment orders.

HARESH

Here you are. I understand you'll be leaving us soon.

CREWE

Day after tomorrow. I'll forward the information on my regiment in case you need to contact me. Meantime, Hari will be in charge of the plantation.

HARESH

Very good, sir.

Sara walks up to a large globe standing in the corner of the lounge. Beside it, a YOUNG OFFICER sits at a table reading the front page of a newspaper. Sara reads the headline.

INSERT - NEWSPAPER HEADLINE

AUGUST 12: BRITAIN AND FRANCE DECLARE WAR ON AUSTRIA AS WORLD CONFLICT WIDENS... German Troops Maintain Stronghold in Belgium.

BACK TO SCENE

The Young Officer glances up at Sara.

(CONTINUED)

9

CONTINUED: (2)

9

YOUNG SOLDIER

Bloody Germans... We'll show 'em,
though, eh?

He winks at Sara, who turns away and locates India on the world globe. She spins it, trailing her finger across continents to find America, then Belgium. Realizing the great distance that will separate her from her father, she slowly looks up at Crewe. He has been watching her, and his eyes lock with hers...

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*

CUT TO:

10

EXT. LAKE - DAY

10

Sara and Laki play with Sivi in the shallow water. Laughing, Sara hikes up her slip and climbs onto the baby elephant's back.

ANGLE - ROAD

Clara and her mother ride in a tonga driven by an elderly Indian man. As they near the lake, Clara spots Sara.

CLARA

Mother, look!

The tonga stops, and Clara's mother rises to see:

Sara, balancing carefully, leans down to do a handstand on Sivi's back. As she goes upside down, her slip falls around her neck, revealing her bare bottom.

Clara's mother screams and faints back into the tonga, her weight causing it to lean backward, raising the elderly driver off the ground as he grips the steering poles.

CUT TO:

11

EXT. FOREST - DAY

11

Now dry after their swim, Laki and Sara chase each other through the ancient ruins of a temple overgrown with vegetation. As Sara starts to run deeper into the forest, Laki halts, refusing to follow her.

LAKI

You must not go in there. You
will wake the spirits.

(CONTINUED)

CONTINUED:

SARA

(stopping)

Really?

(suddenly excited)

Then that means we might see one!
Come on!

*
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*
*
*

Sara takes his arm, pulling him along with her. Laki reluctantly follows, but continues to look around nervously.

A huge TIGER steps out of the forest, stopping just a few feet in front of them. Sara and Laki freeze as the enormous animal GROWLS at them, its breath fluttering the wisps of hair from Sara's face.

*

Sara is too scared to speak. Laki eyes the terrifying beast and slowly begins to sing a beautiful Indian folksong... The TIGER GROWLS again, but Laki continues. Sara nervously whispers to him.

SARA

W-What are you doing?

LAKI

Ssh... Sing and he will not hurt you.

Laki repeats the song, and Sara timidly joins in, singing it in English. A warm wind suddenly moves through the forest, and the tiger seems calmed by the song. Slowly, it turns and walks away.

Sara watches this in amazement. She looks over at Laki and smiles. The WIND blows harder, WHISTLING through the stone ruins.

LAKI

Listen, Sara... The wind is singing back.

SARA

I wonder what it's trying to tell us...

A gust of wind swirls the leaves at their feet, and we FOLLOW the current as it sweeps THROUGH the temple and moves deeper INTO the forest, leading us TO...

RAMA

bent over the wounded gazelle. His hands move over the gazelle's body, healing it.

(CONTINUED)

12

CONTINUED:

12

Hanuman, a monkey, watches with interest from a tree branch above.

Rama lifts the gazelle to its feet and sets it free. It runs off into the woods. A gust of wind blows. Rama lifts his head and looks back to where he left Sita, sensing that something is wrong.

DISSOLVE TO:

13

INT. SARA'S BEDROOM - NIGHT

13

Sara is fast asleep, lost in her dreams of the magical forest. Crewe leans INTO FRAME and kisses Sara's forehead. Sara awakens, and smiles when she sees her father sitting beside her.

CREWE

I'm sorry I woke you up.

SARA

No. I'm glad you did.

CREWE

I didn't mean to come home so late on our last night.

SARA

It's alright. You're here now.

They speak almost like lovers.

CREWE

Big day tomorrow. Almost like going on an adventure, isn't it?

Sara nods bravely. Crewe smiles, but his pain is obvious.

CREWE

I promise we'll spend every minute together until we reach New York.

Sara smiles back at him, then notices a wrapped gift on her bed.

SARA

What is that?

CREWE

Open it and see.

Sara sits up and unwraps a book... The Ramayana.

(CONTINUED)

SARA

The Ramayana!

CREWE

The greatest of Indian legends...
In there is every story I ever
told you.

SARA

And now I can tell them to myself
as if you're really there...
Except I'll never be able to do
all those voices as good as you.
Especially the monsters.

CREWE

Well, the monsters have this sort
of squeaky, nasal quality...

Crewe wrinkles up his nose, speaking the last line in
a nasal voice.

SARA

(mimics him)

Like this...

CREWE

A bit more wrinkled... 'Oh, cursed
prince, thou hast drawn thy last
breath.'

SARA

'Oh, cursed prince, thou hast
drawn thy last breath.'

CREWE

Perfect. You'll do just fine.

They giggle, then realize it is another signal of their
separation. Crewe gently brushes a lock of hair from
Sara's face.

SARA

Daddy... Maya told me that all
girls are princesses.

CREWE

Maya is a very wise woman.

SARA

Then, it's true?

(CONTINUED)

13 CONTINUED: (2)

13

CREWE

You can be anything you want to be, my love... As long as you believe.

SARA

What do you believe?

Crewe smiles at her tenderly.

CREWE

I believe that you are, and always will be, my little princess...

CUT TO:

14 EXT. SIMLA MOUNTAINSIDE - DAY

14

A caravan of tongas carrying Crewe, Sara, and their belongings makes its way down the beautiful landscape. Sara looks back to see her home disappear FROM VIEW...

CUT TO:

15 EXT. DOCK - INDIAN PORT - DAY

15

A blistering hot day. The dock is crowded with Indian servants, porters, and merchants catering to the throngs of travellers. At the edge of the dock, a ramp leads up to the deck of a ship.

Sara sits in a tonga, wiping the sweat from her brow as she eyes the chaos with keen interest. Crewe stands nearby, overseeing their luggage loaded onto the ship.

Sara feels a cool breeze touch the back of her neck. Curious, she turns around, and focuses on...

RAM DASS, an Indian man, standing amidst the crowd of people, silently watching Sara. A monkey sits on his shoulder.

As Sara stares back at Ram Dass, a group of people pass in front of him. When they clear, Ram Dass is gone. The ship's HORN BLASTS.

CUT TO:

16 WORLD GLOBE

16 *

A line, beginning, at the coast of India, starts to move across the oceans...

*

(CONTINUED)

16

CONTINUED:

16

SUPERIMPOSED on the map are MOVING IMAGES... An anchor being pulled up... the ship leaving port... The India coast FADING FROM VIEW...

DISSOLVE TO:

17

EXT. SEA - CLOSEUP - WAKE OF SHIP - TWILIGHT

17

*

the moonlit waters churning BELOW us.

18

EXT. SHIP DECK - TWILIGHT

18

*

Sara, leaning on the deck railing, lifts her eyes to the horizon.

SARA'S POV - HORIZON

Amidst the faded glow of sunset, stars have begun to emerge in the deep purple sky. A man's hand MOVES INTO FRAME. As it opens, a gold locket drops, dangling in FRONT of us from a long chain.

Sara, in awe of the beautiful locket, gently takes it from Crewe.

CREWE

I gave this to your mother on our wedding day... I want you to have it.

Sara looks at her father, too moved to speak. She slowly opens the locket and finds two pictures: One of Crewe, the other of her mother, whom we recognize as Princess Sita from Sara's fantasy.

SARA

She was so beautiful...

An ORCHESTRA starts to play lovely MUSIC from inside the ship's ballroom. Crewe takes the locket and starts to fasten it around Sara's neck. She looks up into his eyes.

SARA

What did you love most about her?

(CONTINUED)

18

CONTINUED:

18

CREWE

Mmn... tough question...

(smiles, remembering)

I loved the way her eyes lit up
when she laughed, just like yours
do... I loved the sound of her
voice when she sang me the Indian
folksong...

Crewe takes Sara's hands, slowly starting to dance to
the music.

CREWE

... But I think, more than
anything else, I loved dancing
with her.

Smiling adoringly at each other, Sara and Crewe waltz
gracefully along the empty, moonlit deck.

19 EXT. SEA - TWILIGHT

19

The ship cruises under the star-filled sky...

DISSOLVE TO:

20 WORLD GLOBE

20

A line continues to mark the journey, arriving at last
in New York.

21 EXT. NEW YORK HARBOR - DAY

21

The ship glides past the Statue of Liberty...

CUT TO:

22 EXT. GRAMERCY PARK - DAY

22

A horse-drawn carriage enters the tree-lined square and
parks in front of a large brownstone. Sara and Crewe get
out. As Crewe pays the driver, Sara slowly walks up the
brownstone steps and reads the plaque near the front
door.

CLOSEUP - PLAQUE

reads: MISS MINCHIN'S SEMINARY FOR GIRLS. Established
1856.

(CONTINUED)

22

CONTINUED:

22

BACK TO SCENE

Sara looks back at Crewe, then takes a deep breath and rings the DOORBELL. She steps back, looking up at the towering brownstone as if it were a prison.

SARA'S POV

On the second floor, a window is pushed open as BECKY, a black servant girl of 12, tries to air out a room. She looks out to see the carriage heading off.

BACK TO SCENE

As Sara watches Becky, Crewe walks up. He squeezes Sara's hand, and the front door opens. AMELIA MINCHIN, a plump, perpetually flustered, but cheerful woman, greets them.

AMELIA

Hello! You must be Captain Crewe!
(shaking his hand
too vigorously)

My, you do look rich!

Sara and Crewe share a look. Amelia catches herself.

AMELIA

Oh, pardon me, please come in!

CUT TO:

23

INT. FRONT HALL - DAY

23

Amelia escorts Sara and Crewe into a polished, austere foyer.

AMELIA

My sister will be down presently.
We were just preparing the young
lady's room. Your beautiful things
arrived this morning.

CREWE

Thank you... uh...

AMELIA

Oh! Heavens! Amelia... Amelia
Minchin.

Amelia shakes Crewe's hand all over again. Sara can't help but grin at the spastic woman -- maybe this place won't be so bad after all.

(CONTINUED)

23

CONTINUED:

23

But, at that moment, a voice is heard at the top of the stairs.

MINCHIN (O.S.)

Captain Crewe.

All eyes turn to MISS MINCHIN, a respectable, severe, and rather pinched-looking woman of 45. She descends the staircase, displaying a somewhat sinister charm.

MINCHIN

How delightful to meet you. And this must be little Sara. My, what a beautiful child.

Crewe beams, but Sara immediately eyes Minchin with suspicion.

AMELIA

I was just telling the Capt --

MINCHIN

Thank you, Amelia, that will be all.

(sweetly, to Crewe)

Now, won't you both follow me?

24

INT. PARLOR - DAY

24

Minchin leads Crewe and Sara through the parlor.

MINCHIN

Classes begin promptly at eight o'clock. We cover all the subjects -- literature, math, science, and, of course, both French and Latin.

CREWE

Oh, well, Sara speaks fluent --

MINCHIN

Lunch is served at 1:30, after which we take our daily walk.

Minchin heads out to the front hall. Crewe and Sara share a grin.

25

INT. DOWNSTAIRS HALLWAY - DAY

25

Crewe and Sara follow Minchin down a long hallway.

(CONTINUED)

MINCHIN

Study hall is from 4:30 to 6:30, followed by a light supper. And then, before bedtime, we read from one of the classics -- something the children always look forward to with great anticipation.

Sara grimaces slightly, already dreading the thought. Minchin heads over to the closed classroom door.

MINCHIN

Sundays are a day of rest. Students are allowed to write -- only to their parents -- and, of course, we attend church. Have you any questions?

Crewe opens his mouth to say something when Minchin turns and opens the classroom door, leading them into...

INT. CLASSROOM - DAY

The schoolgirls, ranging in age from 6 to 12, turn around when Minchin enters with Sara and Crewe. The French teacher, MONSIEUR DUFARGE, is sound asleep behind his desk. Aghast, Minchin coughs loudly. Monsieur Dufarge awakens with a start.

MONSIEUR DUFARGE

Oh, uh...

(coughs)

'Je mange, tu mange, il man -- '

MINCHIN

Excusez-moi, Monsieur Dufarge... Girls, I would like you to say hello to our new arrival -- Miss Sara Crewe.

GIRLS

(a slow drone)

Hello, Sara.

MINCHIN

(to Sara)

You must tell them all about your exciting life in India.

(to Crewe)

No doubt she'll be our most popular student in no time.

(CONTINUED)

CONTINUED:

Totally embarrassed, Sara glances shyly at the girls.
LAVINIA, 12, narrows her eyes on Sara, clearly perceiving her as a threat.

Minchin leads Crewe to the window, her back to the girls.

MINCHIN

Now, there are certain rules governing behavior that should be made quite clear. The first is the Communication Rule. We feel that concentration is one of the greatest lessons to be learned. Therefore, except during free time, each girl is bound on her honor not to communicate with another, either by word, look, or manner...

Sara sees Lavinia reach for the braided pigtail of a pudgy girl of 9, ERMENGARDE, who is seated in front of her. Lavinia slyly dips the pigtail into her inkwell.

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*

MINCHIN

The Order Rule teaches the girls to attend to their rooms, while the Tidiness Rule helps them in caring for their personal appearance...

Lavinia, pleased with her prank, turns to glare at Sara in an obvious challenge.

*

MINCHIN

These rules are strictly enforced, but I can assure you, Captain Crewe, the results are well worth the effort. Our reputation for sending the most poised and charming young ladies into society is one of the highest.

Minchin turns to the girls, who straighten up and smile sweetly.

CREWE

I've no doubt.

MINCHIN

(eyeing Sara's
locket)

Also, I'm afraid jewelry and such finery are not allowed.

(CONTINUED)

26

CONTINUED: (2)

26

Sara touches her beloved locket, thinking quickly.

SARA

Well... how about if I wear it in my room, during my free time?

The girls gasp at Sara's bold defiance. Minchin looks at them, aware that her authority is being challenged. She eyes Crewe for help.

MINCHIN

Well, if you absolutely insist...

Crewe's smile at Sara clearly indicates where his allegiance lies.

SARA

I do.

The girls are shocked. Minchin's nostrils flare slightly as she suppresses her outrage at Crewe's support of his daughter's impudence. But she manages a sickeningly sweet smile.

27

INT. DOWNSTAIRS HALLWAY - DAY

27 *

Becky is mopping the hallway floor. As Minchin leads Sara and Crewe past her, Sara looks back at the young servant girl.

MINCHIN

And this is something we're fortunate to have... Our own little park, right here in the school...

*

28

EXT. GARDEN COURTYARD - DAY

28

A small stone courtyard, with a few pathetic trees and a wooden bench near the garden. Minchin steps outside with Crewe and Sara.

MINCHIN

Isn't it delicious?

Sara glances around at the bare shrubs and wilting flowers, and it's all too clear what she's thinking.

Oblivious, Minchin sits down on the bench, crossing her legs with a sudden feminine, almost coquettish, air.

(CONTINUED)

CONTINUED:

MINCHIN

And now I come to the part that I
 find most... how shall I say...
 delicate to broach. Payment --

CREWE

Oh, yes. My solicitor -- Mr. Barrow
 -- has instructions to send payments
 to you promptly every month.

Sara sneaks a look back inside at Becky, whose SHOES
 are SQUISHING as she mops the long hallway.

CREWE

Whatever Sara needs, you just
 let Mr. Barrow know, and he'll
 send you the necessary funds.

Crewe hands a business card to Minchin, who is ecstatic.

MINCHIN

Thank you so much, Captain Crewe,
 for handling this with such aplomb.
 (giggles like a
 schoolgirl)

I'm afraid money matters are just
 not a woman's forte.

Sara rolls her eyes.

CUT TO:

*

INT. SARA'S BEDROOM - DAY

Minchin leads Crewe and Sara into a large, beautifully
 decorated bedroom, filled with toys, books, and elegant
 furnishings.

*
*
*

CREWE

Oh, this is splendid.

MINCHIN

It's our largest suite.

CREWE

Thank you for all the care you've
 taken, Miss Minchin. I want
 Sara to feel as much at home as
 possible while I'm away. No
 expense should be spared.

(CONTINUED)

CONTINUED:

Minchin watches with distaste as Crewe looks adoringly at Sara.

MINCHIN

(a sarcastic smile)

Of course not... Now, I'll let you
two say your good-byes. I'm sure
you don't have much time before
your boat leaves.

Minchin exits. Crewe sits down and gently lifts Sara
onto his lap, wrapping his arms around her.

CREWE

We'll write to each other every
day.

(hugging her
tighter)

Do you like your room? I made
sure it was the best -- with
corner windows and a fireplace...

Sara smiles weakly, too sad to care.

CREWE

And see, with all your toys and
clothes moved in, it's just as if
you were really --

Crewe stops, realizing his words aren't convincing either
of them. The look on Sara's face breaks his heart.
Beat.

CREWE

You know I think I saw something
... On that chair over there.

Sara glances over to see a doll's foot sticking out from
behind a chair. She slowly crosses to it and sees...

A beautiful doll, "Emily," sitting in the chair. Sara
picks up the doll and stares at it without expression.

CREWE

She came all the way from France
to be with you. Her name is
Emily.

SARA

(sadly)

Emily...

(CONTINUED)

CONTINUED: (2)

Crewe realizes his mistake in assuming a doll could cure his daughter's sorrow, and he knows he has to dig deeper to help her. He walks over and kneels down next to Sara.

CREWE

You know, dolls make the very best friends. Just because they can't speak, it doesn't mean they don't listen... And did you know that when we leave them alone in our room... they come to life?

*

With that, Sara herself comes to life, shaking her head in awe.

CREWE

Yes. But before we walk in and catch them, they return to their places, quick as lightning.

SARA

Why don't they come to life in front of us so we can see?

CREWE

Because it's magic. Magic has to be believed. That's the only way it's real.

*

Sara looks down at Emily with a new respect. Crewe reaches out and tenderly strokes Sara's hair, his heart beginning to break.

*

*

*

CREWE

Whenever you get afraid, or you miss me terribly, just tell Emily. And she'll get the message to me wherever I am.

*

(as his voice cracks)

... And then I'll send one back right away, so that when you hug her, you'll really be getting a hug from me.

Although Sara is comforted by this, Crewe looks ready to cry. Sara watches him bow his head. It's the first time she's ever seen him close to tears, and though it shocks her to witness the crumbling of a man she believed invulnerable, it also gives her strength. She gently takes his hand.

*

*

*

SARA

It's okay, Daddy... I'm going to be fine.

(CONTINUED)

29

CONTINUED: (3)

29

Crewe looks up at Sara, and knows this is true.

CREWE

I know.

As his eyes search Sara's face, we see in them not only a profound love for her, but also a deep admiration at how truly special she is.

CREWE

God, I'm so proud of you... Don't ever forget that, sweetheart. Promise?

Sara nods, never taking her eyes from his. Beat.

CREWE

What are you doing? Memorizing me by heart?

SARA

No. I already know you by heart.

CUT TO:

30

EXT. MINCHIN SCHOOL - TWILIGHT

30

Crewe walks up to the waiting carriage. He turns to look up at...

Sara, standing at her bedroom window, watching Crewe leave.

CREWE

(softly)

Good-bye, Princess...

31

INT. SARA'S BEDROOM - TWILIGHT

31

Sara clutches Emily as she watches Crewe's carriage head off.

DISSOLVE TO:

32

EXT. FOREST - DAY

32

Rama returns to find the circle empty. As he falls to his knees, we PAN UP TO a tree branch to see the monkey, Hanuman, watching him.

FADE OUT.

FADE IN:

33

INT. DINING HALL - MORNING

33

The girls are all seated around a large table, talking about Sara.

Two-six-year olds: RUTH & LOTTIE.

RUTH

She hasn't come out of her room yet. Did you see all her toys?

LOTTIE

(staring at Ruth's head)

I want your hair ribbon.

Two-eight-year olds: JANE & JOSEPHINE.

JANE

Her father grows crackers or something. They're very rich.

JOSEPHINE

They must be. Everyone I know eats crackers.

Two-10-year olds: BETSY & GERTRUDE

BETSY

Her father is British. I heard he's best friends with the King and Queen.

Lavinia, the mean, two-faced bully from the classroom, sits across from them, next to her sidekick, JESSE.

LAVINIA

Hah! Well, I heard he was thrown out of India because people died from eating his poisoned crackers.

JESSE

(emphasizing for Gertrude)

Poisoned crackers.

GERTRUDE

(yawning)

Really? I once had an aunt who died from eating poisoned string beans.

LAVINIA

Oh, who cares about her.

(CONTINUED)

33

CONTINUED:

33

Miss Minchin enters. Lavinia quickly puts on her sweetest smile.

MINCHIN

Good morning, girls.

LAVINIA & OTHERS

Good morning, Miss Minchin.

MINCHIN

As you know, we have a new pupil with us, and I'd like you all to make her feel right at home.

CUT TO:

34

INT. UPSTAIRS HALLWAY - MORNING

34

Late, Sara rushes out of her bedroom, tying her hair ribbon. She closes the door, pauses, then turns to peek through the keyhole.

SARA'S POV THROUGH KEYHOLE

Emily, the doll, sits quietly in her chair.

SARA (O.S.)

Boy, she's fast.

35

INT. STAIRCASE/FRONT HALL - MORNING

35

Sara hurries down the stairs, but stops when she notices several hanging photographs of past graduating classes. Intrigued, she searches the faces, finally finding that of her mother -- the same woman in the locket and in Sara's fantasy, but a few years younger.

MINCHIN (O.S.)

Sara!

Sara jumps. Minchin stands at the bottom of the stairs.

MINCHIN

We are not accustomed to delaying everyone's breakfast for one student.

SARA

(descending the stairs)

I'm sorry, Miss Minchin. But I found --

(CONTINUED)

CONTINUED:

MINCHIN

You're not the only child here,
Sara. You must remember that.

Sara is about to explain when the front door opens and
Monsieur Dufarge enters. Minchin addresses him in
stilted French.

MINCHIN

Bonjour, Monsieur Dufarge. Comment
etes-vous aujourd'hui?

MONSIEUR DUFARGE

(wincing at her error)

Yes, yes, good morning.

MINCHIN

I trust you remember our newest
pupil from our visit to your
class yesterday... Sara, this is
Monsieur Dufarge. You will begin
French lessons with him this
afternoon.

SARA

(disappointed)

Oh... Do I have to?

MINCHIN

Sara! You most certainly do! Now
apologize to Monsieur this instant
for your rudeness.

Monsieur Dufarge blows his nose, totally disinterested.

SARA

But I --

MINCHIN

Now!

Sara obliges. She turns to Dufarge and speaks in
fluent French:

SARA

Monsieur, je regrette, mais je
sais parler Francais. J'ai etudie
en Inde avec mon pere, qui habitait
a Paris quand il etait un petit
garcon.

*
*
*
*

Minchin and Dufarge are stunned by this exhibition.

(CONTINUED)

35

CONTINUED: (2)

MONSIEUR DUFARGE

This child doesn't need to learn French. She practically is French. Says she learned it from her father.

MINCHIN

(steaming)

I understood perfectly well what she said, Monsieur.

SARA

I'm sorry, but we tried to tell you.

MONSIEUR DUFARGE

Perhaps she can tutor the younger children... She might even be able to help you with your pronunciation, Miss Minchin... Are those sausages I smell?

Dufarge follows his nose to the kitchen. Minchin stares at Sara.

MINCHIN

I hope you enjoyed your little joke at my expense.

SARA

But I didn't mean to --

MINCHIN

Go to breakfast. And not another word.

Sara reluctantly exits. Minchin watches her resentfully. *

CUT TO:

36

INT. DINING HALL - MORNING

36

Sara is seated among the girls, self-consciously aware of their silent stares. Becky moves around the table, putting oatmeal into their bowls. She serves Sara, who smiles at her kindly. *

SARA .

Thank you. *

The girls are aghast at her kindness to a servant. Even Becky looks shocked, nearly dropping her tray. *

(CONTINUED)

MINCHIN

Sara, there's no talking at the table.

Sara looks around at everyone eating in silence.

SARA

(murmuring to herself)

Doesn't seem natural.

MINCHIN

(peeved)

I won't say it again.

Humbled, Sara starts to eat. Lavinia smiles smugly at her, but several of the other girls, including Ermengarde, Betsy, and Gertrude, regard Sara with a new appreciation. Life at the school is beginning to look a little more interesting...

CUT TO:

INT. PARLOR - CLOSEUP - DOZEN PAIRS OF LITTLE HANDS
- MORNING

... reaching into the air.

AMELIA (O.S.)

Reach for the sky... Then down to the toes...

Amelia leads the girls in calisthenics. They are lined in rows of five, with Amelia demonstrating in front.

AMELIA

Up to the sky... then down to the toes.

Lavinia, standing directly behind Sara, nudges to Jesse to watch. When Sara bends down, Lavinia reaches out and pushes Sara's behind, causing her to bump heads with Amelia.

AMELIA

Oh, Sara, dear, do be more careful.

SARA

But --

(CONTINUED)

37

CONTINUED:

37

AMELIA

Ah, ah, ah -- Remember our
Communication Rule: No speaking
either by word, look, or manner...
Okay, girls, jumping jacks... One,
two...

As Amelia flaps her pudgy arms up and down, the girls
follow suit. Sara glances back at Lavinia, who smiles
victoriously.

*
*
*
*

CUT TO:

38

INT. CLASSROOM - DAY

38

Sara is seated toward the back of the classroom. Minchin
listens to the girls recite math tables. Going down a
row:

BETSY

Seven times six is 42.

GERTRUDE

Seven times seven is 49.

ERMENGARDE

Seven times eight is... 58. No,
no... 54... No, wait...

Ermengarde nervously tugs at the buttons on her dress.
Sara watches her sympathetically, mouthing the correct
answer to herself.

ERMENGARDE

55?

Minchin gives Ermengarde a cold stare.

*

MINCHIN

Or 72... or 93... or 12...

*

The girls snicker. Ermengarde is completely humiliated.

*

ERMENGARDE

I'm sorry, Miss Minchin. I
studied for hours last night.
Honest, I did.

MINCHIN

I find that very hard to believe...
And I imagine your father will as
well.

(CONTINUED)

38

CONTINUED:

38

ERMENGARDE

(horrified)

Oh, please don't tell him, Miss
Minchin. I promise I'll --

MINCHIN

Lavinia, you may continue.

LAVINIA

(smirking)

Seven times eight is 56...

As the girls continue, Sara looks over at Ermengarde, who is beet red and trying desperately not to cry. As her chest heaves, the buttons on her dress strain against her pudgy waist. One of them pops off, and Sara watches it roll across the floor...

CUT TO:

39

EXT. GARDEN COURTYARD - DAY

39

The girls play in groups around the courtyard. Sara sits alone on the wooden bench, reading The Ramayana.

Ermengarde, also alone, whispers math tables to herself. Lottie sits in the garden, plucking petals off each flower.

Sara eyes the two girls, taking note of their status as outcasts. Her attention is drawn to some GIGGLING nearby. She turns to see...

Lavinia and her gang stare at Sara, whispering about her. Sara lowers her eyes, trying to focus on her reading. Suddenly, Amelia appears at the door.

AMELIA

Sara! Miss Minchin would like to
see you in your room right away.

Bewildered, Sara looks over at the grinning Lavinia and realizes that she must have something to do with this.

CUT TO:

40

INT. UPSTAIRS HALLWAY - DAY

40

Sara walks apprehensively to her bedroom door.

CUT TO:

41

INT. SARA'S BEDROOM - DAY

41

The room is in shambles, with clothes and toys strewn about. Amidst the mess stands Minchin, silently caressing a gorgeous silk cape of Sara's. She slowly wraps it around her shoulders, fastening its richly beaded collar around her neck.

Sara pushes the door open and steps inside. Her eyes survey the mess, then fall on Minchin. Unaware of Sara's presence, Minchin stands before a full-length mirror, admiring herself in Sara's luxurious silk cape. Sara watches her for a moment, unsure of what to make of this.

SARA

Miss Minchin?

Minchin whirls around, quickly tearing the cape off. Humiliated at being caught, her rage at Sara only increases.

MINCHIN

This room is a disgrace! I want it picked up immediately. Is that clear?

Minchin throws the cape onto a chair and storms toward the door.

CUT TO:

42

INT. UPSTAIRS HALLWAY - DAY

42

Lavinia and Jesse stand at the top of the stairs, listening. Hearing Minchin's anger at Sara, they cackle with maniacal joy at the success of their prank. As Minchin exits Sara's room, they quickly run downstairs.

CUT TO:

43

INT. SARA'S BEDROOM - DAY

43

Sara sadly kneels down and begins to clean up. A vase of peacock feathers has been knocked over, and Sara lifts a feather off the floor, staring at it...

DISSOLVE TO:

44

INT. RAVANNA'S PALACE - TOWER - DAY

44

A live peacock, its glorious tail feathers shimmering, struts across a lavishly-decorated room, filled with opulent cushions and rich, colorful tapestries.

(CONTINUED)

44

CONTINUED:

44

We PAN ACROSS TO where Princess Sita sits by a window, fingering the gold locket around her neck.

45

EXT. RAVANNA'S PALACE - TOWER WINDOW - DAY

- 45

As Sita stares sadly out the window, we PULL BACK to reveal that her room is actually a tiny prison at the top of a tower... And we PULL BACK FURTHER to reveal...

Ravanna's Palace -- an architectural wonder rising out of the forest, with giant columns supporting many levels of luxurious, open rooms.

And below Sita's window walks Ravanna, guarding his palace.

SARA (V.O.)

Dear Daddy... I miss you already...

DISSOLVE TO:

46

INT. SARA'S BEDROOM - LATE AFTERNOON

46

Sara, having straightened up her room, is curled up on her window seat with Emily, writing a letter to Crewe.

SARA (V.O.)

... Things are fine, except that everybody here seems to be mad at me... in the same way that Clara and her mother back home were always mad... I don't see how you can go from one end of the world to the other and still meet the same people...

Sara pauses, fingering the gold locket around her neck. She glances out the window and notices something on the street below.

47

SARA'S POV THROUGH WINDOW

47

In front of the brownstone next door, an old man in a wheelchair -- Charles Randolph -- is saying good-bye to his son, a young soldier in uniform, whose back is TOWARD us. A carriage waits nearby.

In the shadows of the brownstone doorway, we faintly make out the silhouette of a man in a turban, silently observing the scene. And though we can't see his face, he seems strangely familiar to us.

(CONTINUED)

47

CONTINUED:

47

Oblivious to the man, Sara watches tearfully as the soldier hugs his father goodbye. A teardrop falls onto her letter to Crewe. *

48

CLOSEUP - LETTER

48

The ink blurring as Sara's tear hits it...

SARA (V.O.)

I love you with all of my heart, and
can't wait for the day when you
come back to me... Your Sara. *

DISSOLVE TO:

49

EXT. SOLDIERS' CAMP - CLOSEUP - SARA'S LETTER TO CREWE - TWILIGHT 49 *

A dirty pair of hands holds the stained letter as raindrops fall onto it. WIDEN to reveal...

Captain Crewe... hunched over, reading Sara's letter as a light RAIN falls around him. He is a changed man, his face pained and weary. VOICES of other soldiers in the camp mix with the sound of far-off EXPLOSIONS. Crewe finishes the letter and raises his eyes to the... *

Horizon... illuminated by the distant EXPLOSIONS. *

Crewe notices a young soldier seated nearby, shaking with fear... His eyes meet Crewe's.

The sounds of BATTLE SLOWLY DISSOLVE INTO a CHILD'S voice CRYING...

CUT TO:

50

INT. UPSTAIRS HALLWAY - LATE AFTERNOON

50

Lottie is writhing on the floor, throwing a full-scale tantrum. A frantic Amelia tries in vain to calm her down.

AMELIA

Now, now, Lottie... you mustn't
get so upset... Lottie precious...
sweetheart. Here, play with your
music box... *

Amelia winds up a little MUSIC BOX, but Lottie kicks and screams without pause. Amelia changes her tack.

(CONTINUED)

AMELIA

Oh, you wicked, detestable child
... I'll shake you, I will... I'll
throw you out the window and
you'll be trampled by a horse!

(changes to
pleading)

Oh, please, Lottie dear... Please
stop screaming... How about a
cookie? Would you like that?

Lottie wails even harder, and Amelia rushes downstairs
to fetch a cookie. A second later, Sara's bedroom
door opens, and Sara steps into the hallway, calmly
eyeing Lottie on the floor.

SARA

You know, it's very hard to study
with you carrying on like this.

LOTTIE

I want my mama!!

SARA

You'll see her soon.

LOTTIE

No, I won't! She's dead. And I
won't ever see her again!

Sara walks over to Lottie.

SARA

Well, I don't have a mother
either.

Lottie suddenly stops -- surprised and interested.

LOTTIE

You don't? Where is she?

SARA

In heaven, with my baby sister...
But that doesn't mean I can't talk
to her. I tell her everything,
and I know she hears me.

*

LOTTIE

How?

SARA

Because... because that's what
angels do.

(CONTINUED)

50 CONTINUED: (2)

50

LOTTIE

Your mama's an angel?

Sara kneels down next to her.

SARA

Of course. And so is yours.
With wings of silk and a crown of
golden roses.

Lottie's eyes grow wide as Sara makes it up as she goes
along.

ANGLE - STAIRCASE

Becky walks up the stairs, pausing as she hears Sara's
story.

SARA

And they all live together in
a castle...

Sara glances at a painting on the wall: a vase full of
flowers.

SARA

... A white castle surrounded by
hundreds of flowers...

The MELODY of the MUSIC BOX plays softly.

SARA

And the music there is so beautiful,
you... you can float on it.

ANGLE - ERMENGARDE'S DOOR

It opens slightly as Ermengarde listens from inside her
room.

SARA

And the angels ride to little
windows in the clouds, where they
can watch over us and send us
messages.

Becky peeks over the top stair, lost in Sara's words.

(CONTINUED)

SARA

Of course, you can't hear the messages if you're kicking and screaming as loudly as you were.

(off Lottie's worry)

But they always try again, just in case we've missed it.

Lottie cheers up at this. Just then, Becky's SHOE SQUEAKS on the stair. Sara turns and spies Becky, who jumps up in fright and heads for the door leading up to the attic.

SARA

Hey, wait...

But Becky is too terrified. She disappears up the attic staircase.

LOTTIE

That's Becky. She's not allowed to talk to us.

*

SARA

Why not?

LOTTIE

She's a servant girl... and she has dark skin.

SARA

So?

LOTTIE

(confused)

Well... doesn't that mean something?

INT. ATTIC STAIRCASE - LATE AFTERNOON

From the top of the dark staircase, we see the door below slowly open. Sara looks up, then starts to head up the stairs.

INT. BECKY'S ATTIC ROOM - LATE AFTERNOON

Sara gently pushes the door open and tiptoes in. CAMERA PANS ACROSS the bare, dingy room, then STOPS ON...

Becky, seated on her cot, oblivious to Sara's presence. As she takes off her worn shoes, we see that her feet are swollen and blistered. Becky pulls a thick chunk of ice out of her pocket and starts rubbing it over her aching feet.

(CONTINUED)

51

CONTINUED:

51

Sara watches this silently, full of pity for Becky. Suddenly, a BOARD CREAKS under her. Becky turns and sees her, jumping to her feet and dropping the ICE, which SHATTERS to the floor.

SARA

Oh, I'm sorry... I didn't mean...

BECKY

Is there anything I can do for you, miss? I just came up to change my shoes...

Sara eyes Becky's swollen feet, and realizes that the poor girl is merely changing from one worn out pair of shoes to another.

SARA

No... no, there's nothing.

BECKY

Well, then... begging your pardon... but we'll both be in trouble if you stay.

Sara nods and leaves the room. Becky watches her guardedly.

*
*

CUT TO:

52

EXT. GARDEN COURTYARD - DAY

52

All the girls are putting on their coats, giggling and talking as they prepare for their afternoon walk. Minchin steps outside.

MINCHIN

Alright, girls, pair up... pair up.

Each girl scrambles for her best friend. Ermengarde steps back, knowing that no one will want to partner with her. Sara finds herself alone as well, and glances at Ermengarde. Given no other choice, the two girls move beside each other at the end of the line.

Lavinia, in front as usual, motions Jesse to look back at Sara. They snicker at Sara's misfortune to be paired with Ermengarde.

CUT TO:

53 EXT. MINCHIN SCHOOL - DAY

53

The girls file out the front door to a beautiful, crisp, autumn day.

CUT TO:

54 INT. BECKY'S ATTIC ROOM - DAY

54

Becky wearily enters and finds a prettily-wrapped box with a note on her cot. She opens the note and reads:

SARA (V.O.)

Dear Becky... I'm sorry. Hope we
can still be friends... Sara.

Becky unwraps the box and discovers a pair of furry slippers. Though somewhat wary of the gift, she nevertheless takes off her worn shoes, and slides her feet into the slippers. Her eyes roll back in ecstasy.

*
*

CUT TO:

55 EXT. FIFTH AVENUE - DAY

55

Minchin leads her girls on the walk. Sara looks around like a child in a toy store, utterly captivated by all she sees.

The upper-class streets of 1914 New York -- tall, elegant buildings; horse-drawn carriages; wealthy men and women strolling with their manicured dogs; shop windows displaying the latest fashions... It's all so new and different from her home, Sara finds it magical... Her attention is suddenly caught by a storefront window.

CLOSEUP - WINDOW DISPLAY

A stuffed elephant sits on a pile of sand. CAMERA PANS ACROSS the window display to reveal a stuffed tiger and an Indian snake charmer playing to a toy cobra. At the bottom of this India tableau is a sign with \$5.95 crossed out and replaced by \$3.95.

MINCHIN (O.S.)

Keep up, Sara!

Sara turns from the window and hurries to catch up to the group.

CUT TO:

The girls are gathered on the floor as Ermengarde takes her turn reading aloud from a dry, English novel -- The Nobelman's Daughter. Minchin and Amelia listen sleepily from their chairs.

ERMENGARDE

'... Sir Edward saw the sorrow in his daughter's eyes, but he knew that family honor must prevail at all costs. "I beg of you, Charlotte," he said. "Remember your duty to the name of Newcastle. Marry Sir John in the spring as he has asked."'

All the girls look desperately bored. One is blowing bubbles with her saliva, another is twirling her hair. Gertrude is asleep, as usual. Only Sara is trying hard to follow the dull tale, her brow knitted in conversation.

MINCHIN

Thank you, Ermengarde. Sara, you may take your turn.

Ermengarde hands the book to Sara, who reads:

SARA

'Charlotte turned to her father and said, "Father, you are right. I must put away my foolish fancies and childhood wishes. I must take my place among those who are more wise than I..."'

Sara stops, disturbed by what she is reading. She glances at the bored faces around her, and decides to tailor the ending.

SARA

'But... But I simply won't do it.'

A few of the girls perk up at this.

SARA

'I'm sorry, Father, but when I marry it will be for love!' And with that, Charlotte ran from the house...

Several girls nudge the ones still sleeping to wake up and listen. Amelia suddenly looks more interested. Minchin, however, is still off in another world.

(CONTINUED)

SARA

Waiting outside for her was the handsome stable boy, Pierre, whom Charlotte secretly adored. Together they jumped onto a horse and made their daring escape.

Everyone is wide awake now, hanging on Sara's every word. Minchin slowly begins to sense something wrong with the story.

SARA

With an army of men chasing them, Charlotte and Pierre finally made it to the coast, where they quickly set sail for the island of Tahiti...

Minchin knows she hasn't heard this before. She gets up and walks toward Sara.

SARA

Halfway there, the ship was attacked by a band of pirates!

The girls gasp. Minchin grabs the book from Sara and begins to thumb through it, searching for this particular passage. Sara calmly continues her story.

SARA

Rather than be eaten alive, Charlotte and Pierre threw themselves overboard... But the dark, raging waves were just as deadly as the pirates, and as they began to drown, Charlotte and Pierre held each other close and swore their undying love...

Enraptured, Amelia starts fanning herself. Minchin searches frantically through the book.

SARA

Then, just when all seemed lost, a group of mermaids appeared, and rescued --

Minchin throws the book down in exasperation.

MINCHIN

Stop!... What do you think you're doing?!

(CONTINUED)

SARA

Well, I... I just couldn't bear to see Charlotte marry that awful man, so I imagined a different ending.

MINCHIN

(scornfully)

You imagined it?

SARA

(nodding innocently)

Don't you ever do that, Miss Minchin?... Believe in something just to make it seem real?

Minchin initially assumes that Sara is baiting her about the silk cape she tried on, but the innocent look in Sara's eyes reveals that she is asking an honest question, the nature of which infuriates Minchin all the more.

MINCHIN

(bitterly)

I suppose that's rather easy for a child who has everything.

Sara is chilled by the scorn in Minchin's voice.

MINCHIN

Well, from now on, there will be no more 'make-believe' during reading hour or any other time at this school. Is that understood? Now, all of you go to bed this instant.

As the girls reluctantly trudge off to bed, Minchin glances over at Amelia, who is still dreaming of Charlotte and Pierre.

MINCHIN

And stop drooling, Amelia. You look like a puppy.

CUT TO:

Sara, Ermengarde, Betsy, and Gertrude are the last to head up the stairs. They whisper excitedly.

(CONTINUED)

57

CONTINUED:

57

BETSY

I've never heard a story like that
in my whole life!

ERMENGARDE

(admiringly)

I bet you know lots of them, don't
you, Sara?

Minchin reprimands from the bottom of the stairs.

MINCHIN

I want silence up there!

Peeved, Sara leans over the railing.

SARA

We have got to do something about
this communication rule.

MINCHIN

Sara!

As Minchin storms off, the girls giggle.

BETSY

Hey, I have an idea. After Minchin
goes to bed, we'll sneak into your
room and you can show us what a
real story is.

GERTRUDE/ERMENGARDE

Oh yes, yes!

BETSY

How 'bout it, Sara?

SARA

Well... maybe if it's just you
three.

CUT TO:

58

INT. UPSTAIRS HALLWAY - NIGHT

58

Minchin comes up the stairs and enters her bedroom. As
soon as her door shuts, Betsy, Ermengarde, and Gertrude
poke their heads out of their rooms.

59

INT. SARA'S BEDROOM - NIGHT

59

Sara opens the door, and the three girls sneak in,
immediately in awe of Sara's room.

(CONTINUED)

59

CONTINUED:

59

Sara starts to close her door, but it is pushed open, as Lottie and Ruth tiptoe in and join the others. Again, Sara moves to close the door, and once again it is pushed open, this time by three more girls, who hurry in excitedly...

60

INT. HALLWAY - NIGHT

60

As Sara's door finally closes, the sound disturbs Minchin, who pokes her nose out her door. Seeing the empty hallway, she returns to bed.

CUT TO:

61

INT. SARA'S BEDROOM - NIGHT

61

A brief time jump finds Sara surrounded by the other girls as she holds them captive with her story:

SARA

... the evil Ravanna locked the Princess away in his palace tower...
There she stayed for many weeks,
just staring out her window,
missing Prince Rama terribly.
Then, one day, a bird came to
her...

*
*

DISSOLVE TO:

62

INT. RAVANNA'S PALACE - TOWER - DAY

62

*

As Princess Sita stares longingly out her window, a bird flies to her and perches on the sill. Sita pets the bird, whispering to it.

The bird seems to listen to her, then flies away. Sita watches it soar off into the forest.

*
*
*

CUT TO:

63

EXT. FOREST - DAY

63

Rama stares sadly at the empty circle, when the bird flies up and starts singing in Rama's ear.

SARA (V.O.)

Singing in his ear, the bird told Rama what had become of his beloved Sita... And he began to lead the Prince to Ravanna's palace...

(CONTINUED)

63 CONTINUED:

63

The bird flies off. Rama smiles and follows him.

64 EXT. SKY - DAY

64

The bird flies across a blue sky...

SARA (V.O.)

Dear Daddy... How are you?... I
have some good news. I have found
a place for myself here...

CUT TO:

65 INT. UPSTAIRS HALLWAY - DAY

65

At the top of the stairs, Sara holds Emily while she
ties a hair ribbon on Ermengarde, who nervously bites
her nails.

SARA (V.O.)

Ermengarde is a sweet girl, but
she's terribly afraid of her
father...

ERMENGARDE

(stilted accent)

Bonjour, Papa. Je suis ravie de
vous rencontrer.

SARA

Perfect... There, you look just
like Emily.

ERMENGARDE

My father hates dolls. And he
hates coming here. Says he
doesn't belong.

SARA

Then why does he send you here?

ERMENGARDE

(shrugs)

Because he wants me to belong.

66 INT. FRONT HALL/STAIRCASE - DAY

66

It is Visitor's Day. The front hall and parlor are
crowded with parents reuniting with their little girls.

(CONTINUED)

Ermengarde and Sara descend the staircase, stopping on the bottom step to view the scene.

In the corner stand Ermengarde's parents -- kind and respectable, though obviously from a lower class than the other well-dressed parents. They hang back from the crowd, feeling shyly out of place.

Ermengarde looks at them nervously. Sara gently nudges her..

SARA

Go on. It'll be okay.

Ermengarde takes a deep breath and walks over to her parents. Her MOTHER is overjoyed to see her.

ERMENGARDE'S MOTHER

Oh, sweetheart... You look so pretty.

Ermengarde smiles and timidly turns to her FATHER.

ERMENGARDE'S FATHER

(guarded, uneasy)

Well, little girl... How's my hard-earned money being spent?

ERMENGARDE

(swallows)

Bonjour, Papa. Je suis tres contente de vous voir.

*

*

Ermengarde's Father pauses... then his eyes suddenly well up. Losing all awareness of the snobs around him, he starts gushing.

ERMENGARDE'S FATHER

My little girl spoke French! She spoke French, she did!... Right to my face!

He lifts the shocked Ermengarde up in a bear hug and whirls her around. Buttons start popping off Ermengarde's dress.

Sara watches from the stairs as Ermengarde's Father carries his daughter proudly off to the parlor. Sara smiles and looks around...

Betsy and Gertrude chat happily with their parents.

(CONTINUED)

SARA (V.O.)
 (in letter to Crewe)
 Betsy and Gertrude are lots of
 fun...

Lottie stands with her widowed father, who introduces her
 to his new girl friend. Lottie shyly shakes her hand.

SARA (V.O.)
 And so is little Lottie...

Lavinia and Jesse are with their snotty parents, whisper-
 ing about Sara as they sneak glances at her.

SARA (V.O.)
 The older ones can be a problem.
 I'm not sure what happens to a
 girl when she turns twelve, but
 it's awful.

Sara clutches Emily, trying to ignore them. Becky runs
 by and drops something in Sara's pocket on her way up the
 stairs.

SARA (V.O.)
 Oh... I almost forgot. There's
 one girl I particularly like...

Sara pulls a cookie out of her pocket. She smiles and
 looks up to the top of the stairs, where Becky does a
 little dance to cheer Sara up. *

SARA (V.O.)
 It's wonderful having a secret
 friend. In a way, I feel closer
 to her than to any of the other
 girls... *

As Becky runs off, Sara turns back to the front hall.
 Glancing at the visitors entering the front door, Sara
 suddenly pales. *

THROUGH the crowd of passing people, we glimpse the back
 of a man, whose hair and stature look remarkably similar
 to Crewe's. *

As Sara runs out, the man turns to face her... it is not
 her father after all. Her hopes dashed, Sara sadly sits
 down on the stoop, holding Emily as she looks out at the
 spring day. *

(CONTINUED)

67

CONTINUED:

67

SARA (V.O.)

Today was Visitor's Day... I wish
you could have been here...

Sara squeezes Emily to her chest.

SARA (V.O.)

... I hugged Emily extra hard,
just to make sure you got the
message.

DISSOLVE TO:

68

EXT. BATTLEFIELD TRENCH - CLOSEUP - CREWE'S MUDDY FACE - 68
DAY

His eyes closed, as if he's feeling Sara's hug.

SARA (V.O.)

... Please don't get hurt. And
please remember every day how
much I love you... Your Sara.

LANGFORD (O.S.)

Captain!

Crewe opens his eyes and jumps to his feet. LANGFORD,
a fellow soldier, hurries up to Crewe.

LANGFORD

Colonel Harding just radioed in.
The enemy line is advancing,
and our orders are to retreat
immediately and await
reinforcements..

Crewe looks around the trench: bodies of dead soldiers
lie in the mud. What few troops are left look scared
and numb.

CREWE

Alright. Start moving out.

LANGFORD

Yes, sir.

Langford and the other troops move off down the trench.
Crewe grabs his gear and starts to follow behind them,
when he suddenly hears a weak GROAN at his feet. Crewe
kneels down.

(CONTINUED)

68

CONTINUED:

68

The Young Soldier we saw earlier in camp lies semi-conscious in the dirt, wounded and shaking with fever. Crewe calls out to his men.

CREWE

Langford! I need a medic here!

But Langford and the others have already moved out of earshot. Crewe takes off the topcoat of his uniform and puts it on the soldier. He lifts John onto his back and resumes his retreat down the trench. The sound of PLANES begins to HUM...

69

EXT. SKY - DAY

69

Four German bombers move into formation in the distance...

DISSOLVE TO:

70

EXT. SKY - DAY

70

The bird flies through the air.

SARA (V.O.)

... The bird flew high and fast,
leading Rama to the Princess...
when suddenly...

CUT TO:

71

EXT. FOREST - DAY

71

Ravanna, the 10-headed demon, pulls back his bowstring and lets an arrow fly into the air.

72

EXT. SKY - DAY

72

The arrow hits the bird, which falls like a stone.

CUT TO:

73

INT. SARA'S BEDROOM - NIGHT

73

All the girls are gathered in Sara's bedroom for what by now has become a nightly ritual. They are horrified by this latest chapter in Sara's story.

GIRLS

Oh, no!

CUT TO:

74

INT. LAVINIA'S BEDROOM - NIGHT

74

Lavinia sits at her vanity, while Jesse combs her hair. Her gang of girls sit around, looking bored. Excited "Ooh's" and "Aah's" come from Sara's room. Everyone but Lavinia listens longingly. Beat.

ROSEMARY

That's it! I don't care what you say about Sara's stories -- they've got to be more fun than watching your hair being combed!

She leaves. Outraged, Lavinia haughtily sticks her nose in the air.

LAVINIA

Well, if anyone else feels the same way, I think you should leave, too.

Lavinia says this as a dare, assuming no one will call her bluff. But all the girls except Jesse immediately race out the door. Furious, Lavinia sees that Jesse is tempted to follow them.

LAVINIA

Jesse, if you make one move toward that door, you will eat my hairbrush.

Jesse swallows hard and resumes combing Lavinia's hair.

CUT TO:

75

INT. UPSTAIRS HALLWAY - NIGHT

75 *

Becky pretends to dust the paintings on the wall, as Lavinia's gang passes by and sneaks into Sara's room. As soon as they are out of sight, Becky moves to Sara's door, listening to the rest of the story. *

SARA (V.O.)

After he killed the bird, the evil Ravanna put ten more arrows into his bow, and sent them into the air... *

Becky loses herself in the Indian tale... *

CUT TO:

76 INT. SARA'S BEDROOM - NIGHT

76 *

The girls, including Lavinia's gang, are totally transfixed.

SARA

The arrows flew through the sky,
and into a clearing where Rama
stood...

*

CUT TO:

77 INT. FOREST CLEARING - DAY

77

*

Rama watches as the ten arrows land at his feet.

SARA (V.O.)

As they hit the ground, they
released giant clouds of yellow
smoke...

Rama stands in terror as clouds of yellow smoke begin to engulf him.

DISSOLVE TO:

78 EXT. BATTLEFIELD - DAY

78

Across the deserted battlefield, giant columns of yellow smoke mark the spots bombed by the Germans' poison gas...

79 EXT. TRENCH - DAY

79

Crewe carries the Young Soldier on his back, moving as fast as he can through the trench. As the sound of PLANES GROWS CLOSER, Crewe freezes.

*

*

80 EXT. SKY - DAY

80

The four German bombers fly directly TOWARD us.

81 EXT. TRENCH - DAY

81

Crewe quickly lowers the Young Soldier off his back. As the ROAR of enemy PLANES INCREASES, he pulls himself and the Young Soldier against the wall of the trench, trying to stay out of sight.

*

*

*

The German bombers fly right over the trench. Crewe holds his breath, expecting the worst...

(CONTINUED)

81

CONTINUED:

81

Suddenly, TWO EXPLOSIONS BLAST to the left, followed by TWO MORE BLASTS to the right.

Terrified, Crewe looks to the left and sees yellow gas moving towards him through the trench... He looks right, and sees another cloud of yellow gas moving towards him.

Crewe ties a handkerchief around the Young Soldier's face and tries to hoist him out of the trench. The two flanks of gas meet, and Crewe begins to choke.

Deciding it would be easier to pull rather than push the Young Soldier out, Crewe climbs out, then lies on his stomach and pulls the soldier's body up the side of the trench wall. But he starts choking, losing consciousness...

CLOSEUP - CREWE'S HANDS

Straining to pull the Young Soldier out... until we begin to see the life ease out of them. They relax, then let go... the Young soldier slides back into the trench. Crewe's hands remain still and lifeless...

DISSOLVE TO:

82

CLOSEUP - BIRTHDAY CAKE

82

with 12 candles. Sara's face leans INTO FRAME and blows out the candles. OVER APPLAUSE, we PULL BACK to reveal:

83

INT. PARLOR - LATE AFTERNOON

83

The room is decorated for Sara's birthday party. Minchin and Amelia observe as the girls stand around a table, waiting for Sara to cut the cake.

LOTTIE

I want a big piece!

LAVINIA

Oh, hush up, Lottie.

(sarcastically to
Sara)

I'm sure Princess Sara will give everyone a fair share... Right, Princess?

Sara looks surprised. Lottie gives her a sheepish look.

(CONTINUED)

83

CONTINUED:

83

LOTTIE

I told her that's what you were.

SARA

Well, not just me. All girls are princesses.

(sweetly to Lavinia)

Even snotty, two-faced bullies like you, Lavinia.

Lavinia fumes. The girls giggle. Even Amelia can't help but chuckle at this. Minchin shoots Sara a disapproving glare and is about to chastise her when front DOORBELL RINGS. Minchin exits to answer it.

*
*
*
*

84

INT. FRONT HALL - LATE AFTERNOON

84

Minchin opens the door to see a tall, bearded man -- MR. BARROW.

BARROW

Miss Minchin?

MINCHIN

Yes... May I help you?

BARROW

I'm Mr. Barrow.

(off her blank look)

Captain Crewe's solicitor.

MINCHIN

Oh! Oh, yes! Do come in -- we're just celebrating little Sara's birth --

BARROW

May I speak with you in private?

MINCHIN

Oh. Yes, of course. Right this way.

85

INT. DOWNSTAIRS HALLWAY - LATE AFTERNOON

85

Becky peeks into the party and makes a sound to get Sara's attention. Sara looks over and smiles when she sees Becky in the doorway. Becky gives her a tentative wave, when she suddenly hears Minchin's FOOTSTEPS APPROACHING. She quickly runs off.

*
*
*
*

(CONTINUED)

85

CONTINUED:

85

Minchin leads Barrow into her office. He remains in the doorway.

MINCHIN

Before you begin, Mr. Barrow, may I just say that Sara is quite the favorite around here. We went to great lengths to make this a special day for her... I'm afraid your check to us this month will be rather large.

Minchin attempts a charming giggle.

BARROW

(soberly)

There will be no check, Miss Minchin.

Minchin's voice and face instantly lose their cheer.

MINCHIN

Excuse me?

Beat. Barrow steps into her office and closes the door.

CUT TO:

86

INT. PARLOR - TWILIGHT

86

The birthday party is in full swing.

Amelia plays Chopin on the piano. The older girls play with Sara, who wears a blindfold over her eyes as she tries to tag the other children.

Amelia, enjoying the festivities, suddenly lets loose on the piano and breaks into a jazzy number. Ermengarde's chubby finger touches the piano keys as she timidly begins to play a harmony to Amelia's rag. Thrilled, Amelia scoots over on the piano bench, inviting Ermengarde to join her. Ermengarde takes a seat, and the two of them start rocking the room with lively music.

The party takes on a whole new level of excitement as the girls react to the jazzy tune: the older ones tap their feet and swing their hips as they continue their game; the younger ones start dancing around with joyous abandon.

Amidst all the merry-making, Minchin enters, watching from the doorway with ice-cold malice. She walks over to the piano and slams the lid down on the keys. Amelia and the girls fall silent, terrified by Minchin's look.

(CONTINUED)

CONTINUED:

Still wearing the blindfold, Sara is oblivious to what's going on, and she continues to laugh as she reaches out her hands. Minchin steps up and rips the blindfold off.

MINCHIN

The party is over. I want everyone to go to their rooms this instant.

*

SARA

But, Miss Minchin, we --

MINCHIN

Sara!

(icily)

You will stay behind. I have something to tell you.

Sara is frightened by her tone. Minchin turns to the girls.

*

MINCHIN

Move!

The girls scramble out the door.

MINCHIN

Amelia, go to Sara's room and find a simple black dress. If she has nothing suitable, borrow one from the other girls.

AMELIA

But, sister --

MINCHIN

Do as I say!

Amelia is shaken to her roots. As she exits, Minchin slowly turns back to Sara.

SARA

Why will I need a black dress, Miss Minchin?

MINCHIN

I'm afraid I have some bad news, Sara. Your father has... Your father...

(harder than
she thought)

It's been discovered that your father has died. He was killed in battle several weeks ago.

(CONTINUED)

CONTINUED: (2)

Weak and pale, Sara sinks into the nearest chair.

MINCHIN

I'm sorry, but that's the reality of the situation, and there's nothing anyone can do to change it.

Sara goes into shock, staring ahead.

MINCHIN

What's more, the war has sent his company into bankruptcy, leaving you penniless, without any money. And since you have no relations to speak of, this puts me in a terrible position...

*
*

SARA'S POV - WINDOW

A small crack zigzags through one of the panes. RAIN-DROPS and wet autumn LEAVES begin to PELT the other side of the glass. And THROUGH these is seen a clock tower, rising above the rooftops.

Minchin is unnerved by Sara's silent stare.

MINCHIN

What are you staring at?! Don't you understand what I am saying?! You are alone in the world unless I decide to keep you here out of charity!

*
*
*
*
*

ANGLE - BECKY

hiding outside the doorway, listening to Minchin.

MINCHIN

Because of the expenses you have incurred, everything you own now belongs to me...

Sara sits motionless, staring out the window. THUNDER RUMBLES.

*
*

MINCHIN

Your clothes, your toys -- everything. Though it will hardly make up for the financial losses I have suffered.

(CONTINUED)

86

CONTINUED: (3)

86

CAMERA ZOOMS IN ON the crack in the window pane...

MINCHIN

From now on, you must earn your room and board here.

We MOVE THROUGH the crack as the CLOCK TOWER begins to CHIME, and Minchin's VOICE DISSOLVES INTO and EERIE ECHO. *

MINCHIN (O.S.)

You will be moved to the attic with Becky, and work as a servant -- cleaning, running errands, and assisting Mabel in the kitchen.

The CHIMES CEASE. Sara is completely still.

Becky watches from the doorway, also in shock at what has just transpired. *

CUT TO:

87

INT. ATTIC STAIRCASE - NIGHT

87

By the light of a candelabra, we see the shadows of Minchin leading Sara up the staircase.

MINCHIN

If you fail to meet the standards of this institution, or if you don't do as you are told, you'll be thrown out.

They reach the landing. Minchin turns to Sara with an evil glare.

MINCHIN

And believe me, Sara... The streets of this city are not kind to homeless beggars.

Sara's eyes are wide with terror. Satisfied, Minchin opens the door opposite Becky's room.

88

INT. SARA'S ATTIC ROOM - NIGHT

88

Minchin leads Sara into the dark room. It's even worse than Becky's: Rotted, wooden planks for walls; cobwebs in every corner; a dingy fireplace; and a low, slanting roof that leaks from the skylight.

(CONTINUED)

CONTINUED:

Sara, now dressed in a simple black frock, clutches Emily and a small pile of bedding as she stares in shock at the room.

MINCHIN

You should report to Mabel in the kitchen promptly at 5 A.M.

Minchin turns to leave when she suddenly spies something sticking out of Sara's bedding. She grabs the pile from Sara and opens it. Tucked inside are The Ramayana and the gold locket. Minchin picks up the locket and glares at Sara. *

MINCHIN

I could have you arrested for taking this. You're lucky I let you keep that doll.

Keeping the locket, Minchin throws the rest of the pile onto a small cot against the wall.

MINCHIN

You may have the book... But another incident like this and I will call the authorities.

(icy)

I expect you to remember, Sara Crewe -- You're not a 'princess' any longer. *

Minchin exits, leaving Sara alone in the dark. Sara slowly sits on the edge of the cot, frightened by the eerie sounds of WOOD CREAKING and WIND BANGING against the SHUTTERS of the small window. WATER DRIPS from the leaky skylight, creating puddles on the floor.

Sara begins to tremble. As her eyes dart around the room in fear, they suddenly spy a piece of coal lying on the floor. Sara walks over and picks up the coal. *

Slowly, she begins to draw a circle around herself on the floor. Then, laying her head down, she curls up in a fetal position, as the reality of her loss finally hits her. *

SARA

Oh, Daddy...

She breaks, sobbing uncontrollably.

SARA

Daddy... Daddy...

(CONTINUED)

88 CONTINUED: (2)

88

The RAIN against the WINDOW ECHOES the sound of Sara's cries, as the CAMERA PULLS BACK, THROUGH window and OUT TO...

*
*

89 EXT. SARA'S ATTIC WINDOW - NIGHT

89

As Sara lies within the circle, the CAMERA PULLS BACK FARTHER... SLOWLY REVEALING that Sara's attic room is at the top of a tower...

*
*
*

FADE OUT.

*

FADE IN:

*

90 INT. DINING HALL - MORNING

90

The girls sit whispering to each other about Sara's fate.

Sara exits from the kitchen, carrying a large bowl of oatmeal. The girls fall silent. Sara moves as if in a trance, numbly serving each of them. Oblivious to Lavinia and Jesse's snickering, Sara moves to serve Lottie, who looks up at her in confusion.

LOTTIE

Sara, what happened?

MINCHIN (O.S.)

Sara!

Everyone turns to the doorway to find an angry Munchin and a guilty-looking Amelia.

MINCHIN

You are to serve the girls without conversation, do you understand?
(to girls)

Sara will be working here from now on as a servant. Except for her tutoring hours, there is to be no communication exchanged, is that clear?

The girls nod. Sara continues to serve the oatmeal, her eyes down. Ermengarde has no idea where to put her eyes when Sara arrives at her place, so she just stares at her bowl...

CUT TO:

91

INT. KITCHEN - MORNING

91

Sara enters the kitchen with a tray of breakfast dishes. Becky is on the floor, trying to clean up a pot of spilled oatmeal as MABEL, the mean-spirited cook, hits her with a dish rag.

MABEL

Look at this mess! That's the second time this week!

Amelia scurries around the room in search of more rags. Completely flustered, she hands them to Mabel.

AMELIA

Just get it cleaned up before my sister sees it. She'll have an absolute fit --

The back door suddenly opens, and FRANCES the milkman enters the kitchen. Amelia instantly changes her demeanor, fixing her hair.

FRANCES

Morning, Miss Amelia.

AMELIA

(girlishly)

Oh... Good morning, Frances.

Still holding her tray, Sara watches them flirt as Frances unpacks his milk bottles.

FRANCES

You're looking very attractive today, Miss Amelia... if I may say so.

AMELIA

Oh, well... it's thanks to your milk we're all so healthy... You must get tired carrying those bottles around all day.

FRANCES

Not me... I got two strong arms. Go ahead, feel that.

Frances proudly flexes his wimpy arm -- what little muscle he has droops down. Swooning, Amelia touches his biceps and giggles.

Mabel notices Sara watching them.

MABEL

Hurry up and rinse those dishes!

(CONTINUED)

91 CONTINUED:

91

Sara scrambles to obey her.

*

CUT TO:

92 INT.. DOWNSTAIRS HALLWAY - DAY

92

Sara stands with a mop and bucket, staring down the long hallway ahead of her. She clumsily dunks the mop into the bucket, unsure of how this process works...

CUT TO:

93 INT. PLAYROOM - CLOSEUP - DOZEN PAIRS OF LITTLE HANDS - DAY 93

reaching into the air.

AMELIA (O.S.)

Reach for the sky... And down to the toes...

The hands lower OUT OF FRAME.

CUT TO:

94 INT. DOWNSTAIRS HALLWAY - DAY

94

Sara has finally finished mopping the long hallway. With sweat on her brow, she looks back at the completed task. At her feet, the wet mop spreads a puddle of water.

The door to the playroom opens, and the girls exit on their way to class. Seeing Sara and all the work she's done, the girls give Sara a sympathetic look as they pass, each one careful to avoid stepping in the puddle on the floor.

Lavinia, however, seizes the opportunity and purposely steps smack into the puddle. As she walks off down the hall, her wet footprints destroy all of Sara's hard work...

CUT TO:

95 EXT. NEW YORK STREETS - DAY

95

The wind drives a cold rain onto the muddy streets. Returning from an errand, Sara carries a package under her arm. She hugs a flimsy shawl around her shoulders, trying to keep out the chill.

*
*
*
*

(CONTINUED)

95

CONTINUED:

95

Sara timidly eyes her surroundings. The sights of city life that once fascinated her now seem terrifying... Angry people brush past her. Carriages nearly run her over. Beggars with hollow faces plead for food. A streetfight breaks out nearby.

As she continues down a sidewalk, Sara's shoe lands in a deep puddle. Sara slowly pulls it out, and sees that her foot is soaked from a hole in her shoe.

Suddenly, a gust of wind blows her shawl off her shoulders, sending it into the air. With a small cry, Sara starts running after it.

AERIAL VIEW - SHAWL

being carried through the air, and the tiny figure of Sara chasing after it... She leaps over puddles, dodges carriages, and sidesteps people on the street. Each time the shawl comes down, the wind picks it up again before Sara can reach it...

96

EXT. GRAMERCY PARK

96

Sara chases the shawl into the square.

97

EXT. RANDOLPH'S HOUSE - CLOSE UP SHAWL - DAY

97

as it lands at a pair of feet on the sidewalk.

Her head down, Sara reaches to grab the shawl, but suddenly freezes when she spies the odd sight of sandaled feet.

Slowly, tentatively, her eyes travel upward, taking in each piece of Indian attire -- pantaloons, colorful sash, an embroidered vest -- until finally, she is staring into the face of...

Ram Dass, the mysterious man from the dock in India.

A chill goes through Sara as she recognizes Ram Dass and is once again held captive by his piercing stare. But the spell is soon broken by an anguished cry. Sara turns to see:

Randolph is seated in his wheelchair in the doorway of his brownstone. Two soldiers stand before him, watching sympathetically as Randolph finishes reading the telegram they have just delivered. Randolph crumples it in his fist and bows his head, weeping.

(CONTINUED)

97

CONTINUED:

97

RANDOLPH

Not my son... Please, God, not
John...

Ram Dass leaves Sara's side and goes to put a comforting
hand on Randolph's shoulder.

Sara takes in the tragic scene. Remembering the day
when Randolph said goodbye to his son, she realizes that
the young man must have met a similar fate to her
father's. As her face fills with sorrow,

MINCHIN (O.S.)

Sara!

Sara jumps. Clutching her shawl, she flees back to the
school, where Minchin awaits at the door.

CUT TO:

98

INT. KITCHEN - NIGHT

98

Sara and Becky are washing dishes. Sara is so tired, her
head begins to nod into the sink. Becky catches her.

BECKY

Why don't you go on to bed?...
It's okay, I'll finish up.

Sara is too exhausted to say anything. As she silently
heads out, Becky watches her worriedly.

CUT TO:

99

INT. SARA'S ATTIC ROOM

99

Sara sits on an old crate, looking out the window...

Suddenly, a WOODEN PLANK in the wall CREAKS open, and Sara
turns to see Becky squeeze through the small opening in
the wall, from her room into Sara's. Becky seems startled
to see Sara.

BECKY

Oh... I thought you'd be sleeping.

Sara shakes her head. Becky timidly holds out her hand to
reveal a small, hand-sewn pillow.

BECKY

I never got a chance to give you
your birthday present...

(CONTINUED)

99

CONTINUED:

99

Sara takes the pillow, studying its many colorful threads that design a sun over a river and mountains. --

BECKY

It's a picture of where you used to live. See the blue threads... that's the river. And these are the mountains you always talk about...

SARA

(deeply touched)

Thank you, Becky. It's beautiful.

Becky beams, but her smile fades when she sees Sara resume her lonely gaze out the window. Beat.

BECKY

Sara?... Why don't you tell your stories anymore?

SARA

(softly)

Stories...

BECKY

They might make you feel better.

Sara sadly shakes her head.

SARA

They're just make-believe. They don't mean anything.

BECKY

Oh, but they've always meant something to me... There were days I thought I'd die 'til I heard you talk about the magic..

Sara continues to stare numbly out the window.

SARA

There is no magic, Becky...

Becky's heart is in her throat. She quietly turns and heads back through the wall to her room.

Sara sits there a moment, then whispers into the dark.

SARA

Daddy... Can you hear me?... I'm so scared...

(CONTINUED)

99

CONTINUED: (2)

99

Sara picks up Emily off the floor.

*

SARA

Can he hear me, Emily?...

(as Emily

remains still)

Oh, you're nothing but a doll!

Sara tosses Emily aside and hugs her knees to her chest, crying. CAMERA MOVES THROUGH the wall and INTO...

*

*

100

INT. BECKY'S ATTIC ROOM - NIGHT

100

Becky lies awake in her bed on the other side of Sara's wall. Tears well up in her eyes as she listens to SARA'S CRIES...

DISSOLVE TO:

101

EXT. GRAMERCY PARK - DAY

101

A gray, November day. The trees lining the square are nearly bare.

CUT TO:

102

EXT. COURTYARD GARDEN - DAY

102

Sara is raking leaves in the corner of the courtyard, as the girls pair up for their daily walk.

Lottie breaks from the group and timidly approaches Sara.

LOTTIE

Sara?

Sara turns, surprised that someone has spoken to her.

LOTTIE

Are... Are you still a princess?

The question floors Sara. She is unable to answer, as it suddenly dawns on her that she no longer believes herself to be one.

SARA

(softly)

Get back in line, Lottie... We'll both be in trouble.

LOTTIE

Are you?

(CONTINUED)

102

CONTINUED:

102

Beat. Minchin steps outside and sees Lottie with Sara.

MINCHIN

Lottie!

Lottie hurries back to the others. As Minchin leads the girls off on their walk, Ermengarde glances back at Sara.

Sara looks up at her, but Ermengarde is too afraid to offer a smile. Taking this as a rejection, Sara goes back to her raking. Ermengarde lowers her head and follows the group out.

Sara takes her hand off the rake and slowly opens her palm... it is red and covered with blisters.

CUT TO:

103

INT. KITCHEN - DAY

103

Sara sits at the kitchen table, hungrily watching Mabel scrape the warm leftovers of the girls' lunch into the garbage. She turns her gaze to the cold bowl of mush that sits before her, and reluctantly picks up a spoon. But before she can take a bite, Munchin enters.

MINCHIN

Where's Becky?

MABEL

I sent her out for coal, miss.
You'll be needing extra in your
room tonight.

MINCHIN

(disgustedly)

Oh, who could possibly sleep
anyway, with that dreadful old man
next door crying his eyes out
every night.

MABEL

Yes, ma'am, he's a sorry one,
alright. I heard from his cook
that young John is missing in
action over in Europe.

Sara listens to this. Minchin looks unsympathetic.

Just then Becky enters through a side door with a load of coal. As she passes Sara, she accidentally knocks a PLATE off the table.

(CONTINUED)

103 CONTINUED:

103

Hearing it SHATTER, Minchin and Mabel whirl around. Minchin glares at Becky and starts marching toward her. Seeing Becky's terrified look, Sara quickly jumps to her feet.

SARA

I'm sorry, Miss Minchin. It was my fault.

Becky is shocked. Minchin stops, then turns her glare on Sara.

MINCHIN

Well, then... Maybe a night without supper will teach you to be more careful.

Minchin snatches Sara's bowl of mush off the table.

MINCHIN

Now get to the meat market before it closes!

Sara looks longingly at the meal she never got to eat. Without a word, she takes her shawl and exits the back door.

CUT TO:

104 EXT. MARKETPLACE - TWILIGHT

104

Sara wanders through the marketplace. The sights and smells of the food make her dizzy with hunger.

CUT TO:

105 EXT. NEW YORK STREET - NIGHT

105

Sara carries her packages home. Cold and famished, she begins to feel faint. She stops to rest, putting the packages down and leaning against a shop window to steady herself. Several street beggars are huddled nearby on the sidewalk.

A richly dressed BOY walks by with his mother. Seeing Sara, he puts a coin in her hand, thinking she's a beggar.

RICH BOY

Here, little girl.

(CONTINUED)

105 CONTINUED:

105

Shocked, Sara opens her hand to see the coin. She looks up in confusion, but the Rich Boy is already gone.

Sara slowly turns to see her reflection in the shop window... and immediately realizes why the Boy gave her money: She looks exactly like a beggar, with tattered clothing and starving eyes.

Through her reflection, Sara suddenly notices that the shop window is filled with bakery goods -- pies, tarts, buns, etc. Sara looks at the coin in her hand, thinking...

106 INT. BAKERY - NIGHT

106

The BAKERY WOMAN behind the counter looks up when she hears the TINKLING of BELLS as the door opens.

BAKERY WOMAN

May I help you?

Sara's eyes grow wide at the sight of all the baked goods. She looks up at the Bakery Woman and slowly holds the coin out to her.

107 EXT. BAKERY - NIGHT

107

Sara exits the shop. Sitting on the stoop, she reaches into the bakery bag and pulls out a large, steaming hot bun. Eyeing it hungrily, she is about to take a bite when she sees...

A beggar woman walks nearby with a baby in her arms. She holds a basket of roses, trying desperately to entice the passers-by to purchase from her. But they all brush past the unkempt woman without even a look.

Her heart going out to the woman, Sara slowly walks over and hands the bun to her baby. The beggar woman is shocked at such kindness from a young girl whose economic status is so clearly equal to her own, and her eyes fill with gratitude. Sara smiles at her, then turns to head home.

BEGGAR WOMAN

Wait!

Sara turns back to see the Beggar Woman approach her, holding out a single yellow rose from her basket.

BEGGAR WOMAN

For the Princess...

(CONTINUED)

107 CONTINUED:

107

Sara takes the rose, utterly speechless. The Beggar Woman nods goodbye and disappears down the sidewalk...

CUT TO:

108 EXT. RANDOLPH HOUSE - NIGHT

108

On her way home, Sara passes Randolph's house, which still displays a black bow on the front door. Sara glances in the window.

Randolph is seated in his wheelchair by the fireplace, his head bowed in sorrow and loneliness.

Sara looks down at her yellow rose, thinking. She walks up to Randolph's door, and lays the rose on the doorstep. Beat. Sara turns and heads back home.

CUT TO:

109 INT. SARA'S ATTIC ROOM - NIGHT

109

Moonlight fills the room. Sara lies on her bed, staring intently at something. The air is so cold, we can see her breath as she exhales.

In the corner of the room sits a tiny mouse. He stares back at Sara, twitching his whiskers.

SARA

What is it, little mouse...? Are you a prisoner, too?

CAMERA MOVES THROUGH the wall and INTO...

110 INT. BECKY'S ATTIC ROOM - NIGHT

110

Becky lies on her cot, shivering from the cold. She looks at the wall, hesitates, then knocks softly.

BECKY

Sara?... Are you awake?

INTERCUT Sara and Becky.

SARA

Yes.

BECKY

I... I wanted to thank you... For what you did in the kitchen.

(CONTINUED)

SARA

You don't have to thank me, Becky.

Becky thinks for a moment, not wanting the conversation to end.

BECKY

Is it ever this cold where you come from?

SARA

(softly)

No.

Becky looks desperate to hear a story, knowing that it will comfort both of them.

BECKY

Tell me about it, Sara... Tell me again about India...

Sara hesitates, her spirits still too broken. She glances sadly at the pillow Becky made for her.

SARA

India...

Despite the sorrow in Sara's voice, Becky doesn't give up.

BECKY

Tell me.

Sara reaches for the pillow, running her hand over the colorful threads depicting her home. Slowly the memories begin to flood back.

SARA

Well... The air is so hot there, you can almost taste it...

BECKY

(smiles)

Mmm... I bet it tastes like coconuts.

SARA

(thinking)

No, it's... it's more like spices really... curry, and saffron...

Sensing Sara's spirits rise, Becky continues to push her.

(CONTINUED)

110 CONTINUED: (2)

110

BECKY

What else?...

Her hand still on the pillow, Sara closes her eyes, as the thoughts of her home seem to empower her. Off her smile, we...

*
*

DISSOLVE TO:

111 EXT. INDIA LANDSCAPE - DAY

111

The Himalayas rise in the distance under a hot sun. CAMERA PANS ACROSS the plain, to where a tiger sleeps under a tree.

SARA (V.O.)

Tigers sleep under trees...

112 EXT. LAKE - DAY

112

A mother elephant and her calf shower water over themselves with their trunks.

SARA (V.O.)

And elephants cool themselves in the lakes...

113 EXT. TEA GARDENS - DAY

113

Sara and Becky run through the tall grass.

SARA (V.O.)

The warm wind blows through the fields...

Sara and Becky fall to the ground, laughing. They lie on their backs and squint up at the sun.

SARA (V.O.)

... And the spirits ride it, singing as they watch down over you...

SARA AND BECKY'S POV

The bright sun is suddenly blocked by the silhouettes of flower petals falling down over us.

DISSOLVE TO:

114 INT. SARA'S ATTIC ROOM - CLOSEUP - SARAH'S FACE - NIGHT 114

Sleeping soundly, as yellow rose petals fall over her.

A moment later, the SHUTTER BANGS open. Sara slowly awakens to see moonlight pouring through the open window. She slowly sits up... and is amazed to find her bed covered with yellow rose petals.

Sara gently lifts a petal, smelling its fragrance and brushing it against her cheek. The SHUTTER BANGS again, as a warm wind blows in. And then, from outside comes the sound of a MAN'S voice, SINGING the Indian folksong ... the same song that Laki and Sara sang to the tiger.

Sara freezes as she recognizes the song. Curious, she gets out of bed and goes to the window, looking out...

115 FULL MOON 115

hangs over the city rooftops.

116 NEW ANGLE 116 *

CAMERA PANS DOWN TO the window across the alley, where we see the silhouette of a man wearing a turban -- Ram Dass -- singing softly into the night. *

117 SARA 117

watches this, the breeze blows across her face and into the room. Sara hears a RUSTLING sound behind her and turns to see...

The yellow ROSE PETALS float through the air, lifted by the warm currents of wind. As the SONG continues, Sara holds out her arms and begins to dance with an imaginary partner. She twirls around the room through the falling petals, smiling as she remembers the dance with her father on the ship. *

And again, for a brief second, we see Crewe there with her, waltzing his daughter proudly around the room with a loving gaze.

As the SONG ENDS, the last of the petals fall to the floor. Sara is alone again, but the expression on her face is one of peaceful content. The magic is back, and it has given her a new strength...

CUT TO:

118 EXT. ROOFTOP - MORNING

118

On the roof of the school, the broom of a chimney sweep pops in and out of a chimney... Suddenly, it drops down out of sight, and we hear the ECHO of a small CRY...

CUT TO:

119 INT. KITCHEN - MORNING

119

Mabel is busy at the stove while Sara and Becky sit before their meager portions of food. But somehow, their renewed bond helps them through it. From O.S. comes Minchin's angry tirade at the Chimney Sweep.

*
*

MINCHIN (O.S.)

Aah! What have you done?! Clean
this up!!

Frances, delivering his milk, looks around for Amelia.

FRANCES

Where might Miss Amelia be this morning?

Amelia rushes in, tying a sash on her dress.

AMELIA

Why, good morning, Frances.
(feigning
nonchalance)
You're early this morning.

FRANCES

A working man's got to be up early if he wants to have an effect on the world.

AMELIA

(swooning)

How true. And what a powerful effect you have, Frances.

Sara and Becky try hard not to giggle. Amelia's eye catches this.

AMELIA

Sara... I believe you forgot to take out the garbage.

CUT TO:

120

EXT. REAR OF MINCHIN SCHOOL - MORNING

120

Sara loads the garbage into a bin in the alley behind the school. When she finishes, she turns around... and gasps.

Ram Dass is standing there. A small monkey is perched on his shoulder. Sara is amazed. She calls the monkey:

SARA

Hanuman.

Ram Dass smiles in surprise at the reference to the Indian legend. He bows to Sara with his hands folded. Sara bows back to him.

SARA

Namastey.

Ram Dass is again pleased to hear his native language.

RAM DASS

Namastey... Missy sahib.

Sara grins at the reminder of her home. Just then, the back door of the school opens. Minchin angrily kicks out a CHIMNEY SWEEP, eight.

MINCHIN

You can forget being paid this week! I told you I wouldn't tolerate the slightest bit of soot in this house. And there -- just look at my boot -- it's filthy!

CHIMNEY SWEEP

But --

MINCHIN

Out!... Out!!

Minchin slams the door shut. The poor Chimney Sweep -- thin, tired, and covered with dirt, carries his bags of soot down the steps and deposits them next to the garbage bin near Sara.

The Chimney Sweep wearily heads off. Sara watches him sympathetically, then turns back to Ram Dass... but Ram Dass is gone.

Sara lowers her eyes and spies the bags of soot at her feet.

CUT TO:

121 EXT. ROOFTOP - CLOSEUP - BAG OF SOOT - DAY 121

carefully being handed up. Sara leans out of her skylight, lifting the bag of soot up to Becky on the roof.

BECKY

Got it.

Becky pulls the bag up and sets it against a chimney. She turns back to help Sara, who struggles to climb out onto the roof.

Suddenly Sara's foot slips, and she starts to slide off ... Becky quickly grabs her hand, pulling her back up to safety.

CUT TO:

122 INT. MINCHIN'S OFFICE - DAY 122

Minchin settles into a chair near the empty fireplace. She puts her glasses on and starts to correct homework papers.

CUT TO:

123 EXT. ROOFTOP - DAY 123

Sara and Becky balance themselves as they carefully hoist the bag of soot. As they tip it toward the chimney, a few specks of ash enter.

CUT TO:

124 INT. MINCHIN'S OFFICE - DAY 124

Hearing the few pieces of SOOT TRICKLE down, Minchin stops her work and bends down to look into the fireplace... *

WHOOSH! The entire load drops, engulfing Minchin in black soot.

MINCHIN

Aaahhh!!!

CUT TO:

125 EXT. ROOFTOP - DAY 125

As Minchin's SCREAM ECHOES up the chimney, Sara and Becky double over in gales of laughter...

CUT TO:

126 INT. DINING HALL - TWILIGHT

126

Sara and Becky serve the evening meal. Minchin sits at the head of the table, a large book opened in front of her, hiding her face from the girls.

Sara and Becky reach Minchin and hold their platters out to her. Beat. Slowly, reluctantly, Minchin lowers the book. Despite a scrubbing with soap and water, her face has a dark, grayish pallor from the soot, except for two circles around the eyes, where her glasses had been.

Amelia and the girls are too flabbergasted to say anything at first. But the sight of Minchin is too much for them to bear with a straight face, and, one by one, they start shaking with suppressed laughter. Finally, an audible giggle escapes from Lottie.

MINCHIN

Quiet!

But Lottie's giggle is contagious, and several more girls let loose, laughing out loud. Lavinia glares at them.

MINCHIN

Quiet!

Minchin now looks like a rabid raccoon, and this sends the rest of the girls into absolute fits. Even Lavinia and Amelia can no longer help themselves, as the entire table roars with laughter.

Ermengarde looks over at Sara and Becky, who are eyeing each other with calm smiles of complicity. Ermengarde senses that they are behind all this, and she feels oddly left out.

CUT TO:

127 INT. SARA'S ATTIC ROOM - NIGHT

127

Sara sits on the floor, offering a crumb to the little mouse, who timidly hangs a few feet back.

SARA

It's okay, I saved it especially for you... Go on, take it.

Sara lays the crumb down, and the mouse slowly creeps up to it... Seizing the crumb, he scampers back to his nest in the wall.

(CONTINUED)

Sara smiles, when suddenly she hears FOOTSTEPS climbing the attic staircase. Sara jumps to her feet, fearing that Minchin has discovered who's responsible for the prank.

But as the door is pushed open, we see Ermengarde wander in. She looks from Sara to the room around her.

ERMENGARDE

(horrified)

Oh... Is this where you live?

SARA

You shouldn't be here, Ermengarde.
It's too dangerous.

Ermengarde's eyes well with tears.

ERMENGARDE

Oh, Sara, why don't you like me anymore?... Did I do something wrong?

SARA

(stunned)

No... of course not. I just... I didn't think you wanted me as a friend, now that... now that things are different.

ERMENGARDE

Oh, Sara, no!... I'm sure you could do just fine without me for a friend, but... I couldn't get along without you.

Sara is touched. She feels badly.

SARA

I'm sorry, Ermengarde... I should've known you wouldn't be like the others.

The two girls share a smile, when there is a KNOCK from the other side of the wall. Ermengarde jumps.

ERMENGARDE

What's that?!

Sara moves over to the wall.

(CONTINUED)

127 CONTINUED: (2)

127

SARA

One knock means I'm here...

. (knocks twice)

Two knocks means all is well.

(as three knocks

come back)

Three knocks means the coast is clear: The demon Minchinweed is asleep.

With that, Becky comes through the wall. *

SARA

We have to be careful because sometimes Minchin checks the rooms.

(to Becky)

Look, Becky, we have a visitor.

Becky nods at Ermengarde with a shy smile. *

ERMENGARDE *

Hello, Becky.

Ermengarde turns to Sara, completely enthralled. *

ERMENGARDE *

Gosh, it all sounds so adventurous... Oh, Sara; I've missed your stories so much! Won't you tell me what happened to Rama and the Princess?

OFF Sara's smile, we...

CUT TO:

128 EXT. FOREST CLEARING - DAY

128

Thick clouds of yellow smoke fill the forest clearing.

SARA (V.O.)

The smoke from Ravanna's arrows surrounded Prince Rama...

Hanuman, the monkey, swings down from a tree branch.

SARA (V.O.)

Hanuman, the monkey, wandered into the clearing... Taking a deep breath, he blew the clouds of smoke away...

(CONTINUED)

128

CONTINUED:

128

Hanuman blows, and the yellow smoke disappears... revealing Rama, lying lifelessly on the ground.

SARA (V.O.)

Rama lay dead on the ground.

129

INT. SARA'S ATTIC ROOM - NIGHT

129

Becky and Ermengarde are horrified.

ERMENGARDE

No! He couldn't be!

Sara smiles, then continues.

SARA

But then... a wonderful thing happened...

130

EXT. FOREST CLEARING - DAY

130

The gazelle that Rama once healed wanders up. Seeing Rama dead, the gazelle curls up on the ground next to him and goes to sleep.

SARA (V.O.)

The gazelle lay down next to him... giving Rama his own life.

As the gazelle dies, Rama awakens... He slowly stands and reaches up to the sky, as the life floods back into his body. Hanuman watches.

DISSOLVE TO:

131

EXT. ROOFTOPS - SUNRISE

131

An early spring day. As the sun rises over the city, we begin a SLOW PAN ACROSS the rooftops, STOPPING ON...

Ram Dass. Seated cross-legged on Randolph's roof, he meditates with his eyes shut. Hanuman, perched on Ram Dass's shoulder, suddenly jumps down and runs to the edge of the roof.

132

EXT. RAM DASS'S ATTIC WINDOW - SUNRISE

132

Hanuman climbs down from the roof to Ram Dass's attic window, which lies directly across the alleyway from Sara's. A wooden plank connects the two windows, and Hanuman walks across it.

133 INT. SARA'S ATTIC ROOM - SUNRISE

133

Sara is lacing up her shoe when Hanuman pushes open the shutter.

SARA

Hanuman!

Sara goes to the window and picks the monkey up in her arms.

SARA

What are you doing here?

Sara opens the shutters and looks out at the sunrise. Hanuman climbs onto her shoulder and puts his hands over her eyes. Sara giggles.

CUT TO:

134 EXT. FIFTH AVENUE - DAY

134

Minchin leads the girls on the daily walk. At the end of the line, Ermengarde tells Betsy and Gertrude about her visits to Sara.

ERMENGARDE

... I can't go every night 'cause Minchin might find out. I wait for Sarah's signal -- then I know it's safe.

GERTRUDE

Oh, how exciting...

ERMENGARDE

We tell stories or just stay up talking... Sometimes I don't leave until after midnight.

Betsy and Gertrude are terribly impressed.

BETSY

And does Sara understand about us not speaking to her?

ERMENGARDE

Oh, yes. She pretends Minchin put a spell on all of you to be silent...

(proudly)

... But I broke the spell because of my courage.

(CONTINUED)

134

CONTINUED:

134

BETSY

Still, we should make it up to her somehow...

(looks at Minchin)

Think... What's the worst thing Minchin ever did to her?

GERTRUDE

She took her locket away.

Ermengarde stops. Inspired, she turns to the other two.

ERMENGARDE

That's it! That'll be our crusade!

CUT TO:

135

INT. LAVINIA'S ROOM - DAY

135

Lavinia is seated comfortably in her chaise, scowling at Sara, who is lugging a load of coal to the fireplace.

LAVINIA

Where have you been? I've been chilled for almost half an hour, and I always catch cold in the spring... Hurry up and light a fire.

Sara ignores her and loads the coal into the fireplace.

LAVINIA

And make sure you don't touch anything with your dirty hands!

Sara bites her lip, trying to maintain her composure.

LAVINIA

Ugh -- what's that smell? When was the last time you had a bath?

That does it. Sara puts the coal down and turns to Lavinia with a mad gleam in her eye. She twitches, moving toward Lavinia.

LAVINIA

What are you doing? What's wrong with your face...? Stop that!

As Lavinia huddles at the back of the chaise, Sara begins to dance wildly around her, chanting Pig Indian and occasionally throwing in the words "bald" and "Lavinia," which scares her victim even more.

(CONTINUED)

135

CONTINUED:

135

LAVINIA

I don't believe in this, so you
can just stop it...! Stop it. I
said!!

Sara abruptly stops her curse, then calmly returns to
the fireplace.

LAVINIA

What did you just do?!

SARA

Oh, just a little curse I learned
from a witch back in India.

LAVINIA

(dismissing this)

Curse! Hah!

(beat)

What kind of curse?

Sara picks up her coal, pausing before she heads out
the door.

SARA

You'll see... But I wouldn't brush
my hair as much if I were you.

Lavinia's eyes widen in horror as Sara closes the door
behind her.

CUT TO:

136

INT. DOWNSTAIRS HALLWAY - DAY

136

Betsy tiptoes to Minchin's office door and peeks into
the keyhole.

137

INT. MINCHIN'S OFFICE - DAY

137

Minchin puts her coat on as she gives orders to Amelia.

MINCHIN

If the plumber comes while I'm at
the bank, show him the problem.

(off Amelia's nod)

And for heaven's sake, Amelia,
don't babble endlessly with the
man -- he's paid by the hour, you
know.

(MORE)

(CONTINUED)

137

CONTINUED:

137

MINCHIN (CONT'D)

(off Amelia's nod)

Oh, and make sure those Latin tests are corrected by the time I get back.

AMELIA

(meekly)

Yes, sister.

Minchin heads for the door.

138

EXT. DOWNSTAIRS HALLWAY/FRONT HALL - DAY

138

Betsy quickly steps back from the door. As Minchin exits, Betsy smiles innocently at her.

Minchin gives her a strange look, then proceeds to the front hall, where Ermengarde is stationed near the front door, also smiling.

ERMENGARDE

(sweetly)

Goodbye, Miss Minchin.

Minchin eyes her suspiciously, then nods goodbye. As soon as she heads out the door, Ermengarde rushes to the window.

139

ERMENGARDE'S POV - THROUGH WINDOW

139

Minchin heads off down the sidewalk.

140

BACK TO SCENE

140

Ermengarde turns away from the window and signals Betsy in the hallway. Betsy returns to look through the office keyhole.

141

INT. MINCHIN'S OFFICE - DAY

141

Amelia sits behind Minchin's desk, as if to test the feeling of power. Ignoring the Latin exams, she relaxes way back in the chair, and daringly puts her feet up on the desk...

142

INT. DOWNSTAIRS HALLWAY/FRONT HALL - DAY

142

Betsy steps back from the keyhole and nods to Ermengarde, who in turn nods to Gertrude, positioned at the bottom of the stairs.

(CONTINUED)

142 CONTINUED:

142

Gertrude turns to look upstairs, nodding at...

LOTTIE

patiently waiting on the top step for her cue. At the signal, Lottie takes a deep breath, opens her mouth, and...

LOTTIE

Waahhhh!!!

143 INT. MINCHIN'S OFFICE - DAY

143

Startled by Lottie's deafening scream, Amelia falls backward out of her chair.

144 INT. DOWNSTAIRS HALLWAY/FRONT HALL - DAY

144

Becky exits the kitchen to see Amelia rush out of the office and up the staircase to answer the scream. Becky then witnesses Ermengarde, Betsy, and Gertrude slipping into Minchin's office.

145 INT. MINCHIN'S OFFICE - DAY

145

The three girls shut the door and start their search.

BETSY

Okay, spread out. The locket has to be in here somewhere.

146 INT. UPSTAIRS HALLWAY - DAY

146

Amelia, clutching her heart as she huffs and puffs up the stairs, discovers Lottie wailing on the floor of the hallway.

AMELIA

Oh, no, Lottie, not again!

147 EXT. GRAMERCY PARK - DAY

147

Minchin puts on one of her gloves as she marches down the sidewalk. Reaching into her purse for the other, she discovers it missing. Cursing under her breath, she turns and heads back to the school.

148 INT. MINCHIN'S OFFICE - DAY

148

As the girls search every drawer and closet, we see Minchin's glove lying on the desk...

149 INT. FRONT HALL/DOWNSTAIRS HALLWAY - DAY

149

Becky stands near Minchin's office door, trying to discern what's going on inside. Hearing Amelia race downstairs, Becky dashes into the parlor. Amelia tears past Minchin's office to the kitchen.

150 INT. KITCHEN - DAY

150

Sara is washing dishes when Amelia bursts in.

AMELIA

Sara, come quick! It's Lottie --
I think she's possessed!

151 INT. FRONT HALL - DAY

151

Minchin walks in the front door. Hearing LOTTIE'S TANTRUM upstairs, she shakes her head disgustedly and storms towards her office.

Becky pokes her head out of the parlor to see Amelia and Sara rush out of the kitchen and past Minchin.

MINCHIN

Will you please get that child
under control?

*

AMELIA

(gasping for air)

Not to worry, everything's fine!

As Amelia and Sara head up the stairs, Becky watches in horror as Minchin steps up to her office door.

152 INT. MINCHIN'S OFFICE - DAY

152

Ermengarde finds the locket in a drawer. She holds it up excitedly.

ERMENGARDE

I got it!

Just then, the door opens! The girls freeze.

153 INT. DOWNSTAIRS HALLWAY - DAY

153

Becky, desperate to distract Minchin, lets out a loud scream. Minchin jumps back from her door, turning to Becky.

154 INT. MINCHIN'S OFFICE - DAY

154

Though the door is wide open, Minchin fails to see the girls frozen inside, her head turned to Becky down the hall.

155 INT. DOWNSTAIRS HALLWAY - DAY

155

Minchin glares at Becky who struggles for an explanation.

BECKY

I... I...

Behind Minchin, Betsy sees Ermengarde, Betsy and Gertrude sneak out of the office, shutting the door behind them.

MINCHIN

Well?! What is it?!

The girls give Becky a grateful smile as they tiptoe safely away.

BECKY

I thought I saw a mouse.

Minchin grunts disdainfully and turns back to her office ... running smack into the closed door.

156 INT. STAIRCASE/UPSTAIRS HALLWAY - DAY

156

Amelia and Sara reach the top of the stairs to find Lottie standing there, a huge grin plastered across her face.

LOTTIE

Hello.

Lottie happily skips past them and down the stairs. Amelia collapses on the top step, seriously on the verge of a heart attack.

AMELIA

I swear that child has a pact with
Satan to destroy me!

(MORE)

(CONTINUED)

AMELIA (CONT'D)

(fanning herself)

I'm just not cut out for this job.
I have no patience for children...
And teaching -- all those horrible
facts to remember -- I don't like
it at all.

Sara sits down next to Amelia on the top step.

SARA

You like Frances, though, don't
you?

AMELIA

(shocked)

What? Of course not! How dare y--

SARA

I think he likes you, too.

AMELIA

(changing her tone)

You do...? Really?

SARA

(nods)

Mm-mm. I think you should run
away together and get married.
It'd be terribly romantic.

*

*

Amelia's jaw hits the floor, her eyes as wide as buffet
plates.

AMELIA

What... what an extraordinary
thing to say... I... I...

(composing herself)

Well, anyway, my sister would be
furious if she found out.

SARA

So? You'd be long gone by then...
Living it up in some exotic place
with that dashing young milkman.

Amelia lets out a small cry as her eyes glaze over.

SARA

Well, I better get back to work.

*

Leaving the dumbstruck Amelia, Sara heads downstairs.

*

CUT TO:

157

EXT. MINCHIN SCHOOL - DAY

157

Sara is sweeping the front steps of the school when she hears the TINY CHIRPING of some BABY BIRDS. She looks up and sees a nest tucked under the eave of the front window.

Sara climbs up onto the stair railing and peeks into the nest... four BABY BIRDS SCREAM for their mother. Sara smiles at them, then hears some COMMOTION NEXT DOOR.

RANDOLPH (O.S.)

Hurry up, Ram Dass. John is waiting.

Sara turns to see Randolph seated in a waiting carriage. Ram Dass finishes loading his wheelchair, then climbs in next to Randolph.

RAM DASS

Sahib must remember -- the young man they found might not be John.

RANDOLPH

Well, of course, it is.
(to driver)
St. Mary's Hospital.

Sara, having heard this exchange, watches the carriage head off down the street. Mabel pokes her head out of the school's front door.

MABEL

Didn't I tell you to get to the market?

SARA

Yes, ma'am.

Sara jumps down off the railing and hurries off on her errand.

CUT TO:

158

EXT. MARKETPLACE - DAY

158

Sara is buying produce from a merchant. Suddenly, a GUST of WIND blows through the marketplace, swaying the hanging food and tipping over tents. As the vendors scramble to steady their goods, Sara looks around, curiously eyeing the effects of the strange WIND...

CUT TO:

159

INT. HOSPITAL WARD - DAY

159

Ram Dass opens the door, and the same WIND BLOWS into the large hospital ward. We FOLLOW the current as it sweeps through each of the curtains separating the long line of beds, until finally...

The last curtain is pulled back by hand, revealing, DOCTOR REED, 40s, standing next to Randolph in his wheelchair. They stare at a man asleep in the hospital bed, his face turned AWAY FROM us. Around the Man's eyes are layers of bandages. In the b.g., Ram Dass can be seen standing in the doorway.

DR. REED

He's suffering from acute amnesia, one of the rare side effects of poison gas... His eyes will heal in time. His memory... who can say?

RANDOLPH

(staring sadly)

He... he's not my son.

The DOOR SLAMS shut, and the wind dies.

DR. REED

(discouraged)

I'm sorry, Mr. Randolph.

*

Ram Dass slowly starts walking TOWARD us.

DR. REED

He was found in severe shock, with no coat, no identification. Since your son's was the only name unaccounted for, they assumed this must be John.

*

*

Ram Dass steps up to Randolph, laying a hand on his shoulder.

RAM DASS

I'm sorry, sahib.

Randolph sadly wheels away, followed by Dr. Reed. Ram Dass turns to look at the wounded man asleep in the bed, staring intensely at his face for a long moment...

CUT TO:

160

EXT. HOSPITAL - DAY

160

Ram Dass exits and sees Randolph waiting sadly in his wheelchair.

(CONTINUED)

RANDOLPH

All the hoping... You must think me a fool.

RAM DASS

Is it your wish to be wise, sahib?

RANDOLPH

I don't know. I suppose a wise man wouldn't have come at all.

RAM DASS

But if he had, he would've looked more closely upon the soldier's face.

RANDOLPH

And what would he have seen?

RAM DASS

Pain, sahib.

(beat)

He needs to be cared for.

RANDOLPH

He's not my responsibility.

RAM DASS

A wise man would remember that this soldier was in John's regiment. If his memory returns, he might tell sahib what happened to son.

Randolph, more interested now, looks at Ram Dass, who stares ahead.

RAM DASS

Perhaps sahib would learn that John is in British hospital now, wishing that a kind man would take him home... away from his pain.

CUT TO:

Sara is walking back from her errand, her eyes to the ground.

(CONTINUED)

161 CONTINUED:

161

The carriage bringing Randolph, Ram Dass, and the wounded soldier home begins to pass Sara. Ram Dass stares out the window at her, as if willing her to look up at them...

CLOSEUP - SARA

raising her head in SLOW MOTION to see them pass.

SARA'S POV

THROUGH the back window of the carriage, Sara sees the heads of the three men, though only Ram Dass is turned around to look at her.

SARA

Sensing something strange and mystical about the moment, Sara locks eyes with Ram Dass... until he finally turns around.

SIDE ANGLE - CARRIAGE

As Ram Dass turns to face forward in the carriage, CAMERA SHIFTS FOCUS TO the wounded soldier seated next to him, REVEALING his face to us for the first time... Though bandages still cover his eyes, it is unmistakably Captain Crewe.

Oblivious to this, Sara continues on her journey home...

FADE OUT.

FADE IN:

162 INT. UPSTAIRS HALLWAY - NIGHT

162

Minchin turns down the lights, and goes into her bedroom. As her door closes, Betsy, Ermengarde, Gertrude, and Lottie poke their heads out of their rooms. Nodding to each other, they tiptoe in their nightgowns to the attic door.

CUT TO:

163 INT. LAVINIA'S ROOM - NIGHT

163

Lavinia sits at her vanity, playing with her hair. She picks up her brush and gasps when she sees that its teeth are filled with balls of hair. Horrified, Lavinia promptly faints off her vanity stool.

CUT TO:

164 INT. SARA'S ATTIC ROOM - NIGHT

164

Seated on the bed, Becky excitedly holds her hand over Sara's eyes as FOOTSTEPS are heard on the attic staircase.

SARA

What's going on?

BECKY

It's a surprise.

The door opens, and Ermengarde leads Betsy, Gertrude and Lottie into the room. The latter three view the attic for the first time. Becky takes her hand away so that Sara can see the girls.

SARA

What are you doing here?

ERMENGARDE

We brought you something...

Ermengarde waves Becky over, then notices her companions looking around the room in shock, and coughs to get their attention. They five of them, including Becky, quickly line up in a row facing Sara.

ERMENGARDE

Princess Sara, we'd like to present you with something we rescued...

BETSY

In a most dangerous adventure...

GERTRUDE

Our very own crusade...

Lottie steps forward and holds the gold locket out to Sara. Sara is overwhelmed. She slowly takes the locket.

SARA

I... I don't know what to say...
You all are the best friends
anyone could ever ask for.

(CONTINUED)

164

CONTINUED:

164

Sara embraces them all in a group hug, when suddenly, a SCREECH is heard from the window. The girls turn to see...

HANUMAN

perched on the sill, having walked across the plank. The girls scream and dive onto the bed, huddling there in fear. All except Sara and Becky, who share a grin and walk over to Hanuman.

SARA

It's okay. It's just Hanuman, my little monkey friend.

LOTTIE

W-where did he come from?

BECKY

Right next door -- look...

Becky points out the window to the wooden plank linking Sara's room to Ram Dass' across the alleyway.

SARA

He comes to visit me all the time, don't you, Hanuman?

HANUMAN lets out a SQUEAL. The girls gasp in fascination.

BETSY

Can you really talk to him, Sara?

SARA

Sure... Hanuman, say hello to my friends.

HANUMAN turns to the girls, bows his head, and SQUEALS. The girls collapse in fits of hysterical giggling.

CUT TO:

165

INT. RAM DASS' ATTIC ROOM - NIGHT

165

Seated at his window, Ram Dass smiles as he hears the GIRLS' DELIGHT over the monkey. He turns and looks at the small bed in the corner of his room, where Crewe lies asleep.

CUT TO:

166 INT. SARA'S ATTIC ROOM - NIGHT

166

The girls are all on the bed, listening to Sara tell a new chapter of her story. Hanuman sits on Sara's shoulder as she begins...

SARA

... After Prince Rama came back to life, he set out once again to rescue his bride... with Hanuman leading the way...

*
*
*

CUT TO:

167 EXT. RAVANNA'S PALACE - DAY

167

Rama and Hanuman stand before Ravanna's palace, looking up.

168 EXT. TOWER WINDOW - RAVANNA'S PALACE - DAY

168 *

Sita looks out the window, overjoyed to see Rama.

SARA (V.O.)

But then, suddenly...

169 INT. RAVANNA'S PALACE - DAY

169 *

A giant shadow falls over Rama, who turns to see...

*

Ravanna's hideous figure FILLS THE FRAME, each of his ten heads displaying a terrifying fury.

*

*

CUT TO:

170 INT. SARA'S ATTIC ROOM - NIGHT

170

The Girls hold their breath...

SARA

Ravanna appeared!

*

Hanuman suddenly leaps from Sara's shoulder onto Ermengarde's head. The girls scream in fright.

CUT TO:

171 INT. UPSTAIRS HALLWAY - NIGHT

171

Minchin pokes her head out of her doorway, having heard the noise. She eyes the empty hallway suspiciously, then goes back inside.

CUT TO:

172 INT. SARA'S ATTIC ROOM - NIGHT

172

Alerted to Minchin's DOOR, each girl has a hand over another girl's mouth to silence themselves. Hanuman mimics them from atop Ermengarde's head. When they hear Minchin's DOOR CLOSE again, the girls finally relax.

SARA

Maybe we better save the rest of the story for later.

Sara picks up Hanuman and goes to the window. The girls gather around to say goodbye to him as he heads onto the wooden plank.

173 EXT. RAM DASS' WINDOW - NIGHT

173

Hanuman walks across the plank and into the waiting arms of Ram Dass, who bows goodnight to the girls.

174 EXT. SARA'S ATTIC WINDOW - NIGHT

174

Enchanted by Ram Dass, the girls follow Sara's lead and bow back to him. As their heads go down... we see Minchin step into the room.

MINCHIN

What's going on here?!!

175 INT. SARA'S ATTIC ROOM - NIGHT

175

The girls spin around to see an enraged Minchin standing there. The girls cower in fear. Sara quickly hides the locket in her palm.

SARA

It's not their fault. I... I asked them to come.

Minchin clenches her jaw and turns to her students first.

MINCHIN

You four, get downstairs immediately. I'll deal with you later.

Betsy, Ermengarde, Gertrude, and Lottie scamper out the door.

(CONTINUED)

MINCHIN

Becky, you will remain locked in
your room for the entire day
tomorrow without meals. Go!

Becky hurries out the door and into her room. Minchin
finally turns to Sara, her rage rising.

MINCHIN

And you will perform all her
chores in addition to your own,
without breakfast, lunch, or
dinner.

*
*
*

Sara just stares at Minchin, who struggles not to seem
unnerved.

MINCHIN

It's time you learned, Sara
Crewe, that real life has nothing
to do with your little fantasy
games. It's a cruel, nasty world
out there, and it's our duty to
make the best of it... Not to
indulge in ridiculous dreams,
but to be productive and useful.
Do you understand what I'm saying?

SARA

Yes, ma'am.

MINCHIN

Good.

Minchin turns to leave.

SARA

But I don't believe in it.

Minchin stops, slowly turning around to face Sara again.
Beat.

MINCHIN

Don't tell me you still fancy
yourself a princess...

(an evil sneer)

My God, child, look around you...
Or better yet, look in a mirror.

Sara holds her ground, staring steadily back at Minchin.

(CONTINUED)

175

CONTINUED: (2)

175

SARA

I am a princess. All girls are.
 Even if they live in tiny old
 attics... Even if they dress in
 rags... Even if they're aren't
 beautiful, or smart, or young...
 They're still princesses. All
 of us.

(beat)

Didn't your father ever tell you
 that...? Didn't he?

Minchin is suddenly speechless, as her wound is revealed.
 More than all of Sara's former riches, it is precisely
 this that Minchin most resents: the innocent belief in
 the goodness of the world and the magic of one's place in
 it... A belief that can only come from being truly loved
 by someone.

Before she can help it, a tear springs to her eye, and
 Minchin defensively averts Sara's question in the only
 way she knows how.

MINCHIN

(spitefully)

If I find you up here with any
 of the other girls again, I'll
 throw you out into the street.

Minchin storms out of the room.

176

INT. ATTIC LANDING - NIGHT

176

Becky stands listening in her doorway. As Minchin exits
 Sara's room, Becky steps back. Minchin slams Becky's
 door in her face, locks it.

Minchin pauses for a moment, allowing herself to feel the
 effects of Sara's question. Then, in an effort to dis-
 miss her pain, Minchin stoically wipes the tear away and
 marches downstairs.

177

INT. SARA'S ATTIC ROOM - NIGHT

177

Sara sits down on her cot and opens her palm to reveal
 the gold locket. As she smiles sadly down at her
 mother's picture, Becky comes through the wall opening
 and sits next to Sara.

(CONTINUED)

BECKY

What are we going to do? A whole day with nothing to eat...

Becky starts to cry. Sara puts an arm around her.

SARA

Don't cry, Becky.

BECKY

I'm scared. If Minchin throws me out, I got no place to go. No family... Nobody wanting me...

SARA

That's not true. I'm here with you. And... well, I've always thought of us as sisters.

Becky is shocked to hear this.

BECKY

You have?

SARA

Of course. We're soulmates, aren't we...? Tell you what, let's make a promise right now to always look out for each other... And to always be sisters. That way, no matter what, we'll never be alone.

BECKY

It's a promise!

Overjoyed, Becky gives her a hug.

SARA

Now... what are we going to do about food?

BECKY

Starve, I guess.

SARA

No... There's only one thing to do. We'll eat a great feast before we go to sleep. Then, it'll keep us full all day tomorrow.

BECKY

Feast? What feast?

(CONTINUED)

177 CONTINUED: (2)

177

SARA

Well, just look around... Don't you see that table over there? It's covered with a beautiful cloth... and candles. And trays and trays of good things to eat... Come on, Becky, try... tell me what kind of food there is...

BECKY

But... I don't see any food.

SARA

Try, Becky... Just make believe it... Remember what you told me? About the magic...?

Becky thinks, then focuses her eyes on the table. Beat.

BECKY

Muffins.

SARA

Good! What kind?

BECKY

All kinds... Every kind of muffin God ever made... and all of them hot!

SARA

Good!

(looks down)

Oh, but we're not dressed right for such an elegant banquet.

178 EXT. SARA'S ATTIC WINDOW - NIGHT

178

THROUGH the window, we see Sara pull a sheet off her bed and wrap it around herself.

SARA

I'm wearing a long velvet cape with fur on the collar... How about you? *

BECKY

Well... I always liked diamonds myself... Rings and bracelets... and a whole dress just covered with 'em! *

179 EXT. RAM DASS' ATTIC WINDOW - NIGHT

179

Ram Dass sits at his window, petting Hanuman. He listens to Sara and Becky, deeply touched by their imaginations.

*

180 INT. SARA'S ATTIC ROOM - NIGHT

180

Sara and Becky are now seated at the old crate. Sara pretends to lift a lid off a tray.

SARA

Mmm... Smell those sausages.

BECKY

Oh, I love sausages.

SARA

Now you open one.

Becky pretends to lift a tray... then suddenly makes a face.

BECKY

Livers!

SARA

Ugh! Do you like livers?

BECKY

Uh-uh! That's just what the magic told me to say... Doesn't mean I'm going to eat 'em, though!

181 EXT. SARA'S ATTIC WINDOW - NIGHT

181

As Sara and Becky laugh over their imagined feast, CAMERA PULLS BACK FROM the window... and UP OVER the rooftops of the city...

DISSOLVE TO:

182 EXT. RAVANNA'S PALACE - DAY

182

Rama slowly backs away in fear, as the terrifying Ravanna advances to kill him...

183 EXT. TOWER WINDOW - DAY

183

Sita watches this in horror. Realizing that her beloved prince is about to die, she takes the locket from around her neck and kisses it. Then, she holds it out the window and lets it fall...

*
*
*
*

184

EXT. RAVANNA'S PALACE - CLOSEUP - LOCKET - DAY

184

falling in SLOW MOTION all the way down.

As it hits the ground, the locket opens.. Out of it rises a strange, ethereal shape. We FOLLOW its ascent, PANNING UP TO...

SKY

suddenly darkening with clouds. RUMBLE OF THUNDER sets off a DOWNPOUR of RAIN...

Ravanna reaches Rama, ready to kill him, when suddenly...

A bolt of lightning descends from the sky and strikes Ravanna, who falls over dead.

Instantly the storm is over. And as the glorious sunshine returns, Rama raises his eyes to Sita in the tower above.

185

EXT. TOWER - DAY

185

Sita leans out the window, smiling down at her victorious Prince as the sunlight pours over her...

*

DISSOLVE TO:

186

INT. SARA'S ATTIC ROOM - MORNING

186

Sunlight floods the room over Sara, who lies fast asleep, smiling just like Sita in her dream. Her gold locket is still clutched in her hand.

*

WIDER ANGLE

REVEALS Becky asleep beside her, with Hanuman seated between them. He stares at Sara, as if waiting for her to wake up. He gently puts a finger in her ear, but Sara just swipes it away. He then tries to tickle her lip, but Sara remains asleep. Impatient, Hanuman reaches over and tweaks her nose. Sara stirs, opening her eyes halfway.

*

*

SARA

Hanuman?

Sara sleepily feels a thick, silk coverlet over her and the warm glow of a fire in the fireplace. She closes her eyes, smiling at what she believes is a dream.

*

*

(CONTINUED)

186

CONTINUED:

186

HANUMAN jumps off the bed, runs away, and SQUEALS O.S. As Sara sits up to see what he's up to, her face registers a sudden shock.

Her room has been completely transformed: next to a CRACKLING FIRE, the old crate is covered with an elegant cloth and upon it sit trays of food and two ornate settings of china. Two brightly-cushioned chairs have been set up, and on the floor is a plush rug. The walls are draped with silk fabric. Flowers are arranged everywhere.

Stunned, Sara looks down to see that she and Becky really are sleeping under a thick down quilt. And laid out at the foot of her bed are two pairs of slippers and two beautiful robes.

Sara rises and puts on the new clothes, then slowly crosses to the table. Lifting one of the tray lids, she discovers a plate of sausages. She breathes in the delicious smell, then reaches out to touch them with her finger... they're burning hot!

Sara suddenly realizes that this isn't a dream, and she pales, dropping the lid. The sound awakens Becky, who sits up and gasps when she sees the room.

BECKY

Oh, my Lord... I think maybe you went a little too far this time.

SARA

It wasn't me.

Becky sees the extra robe and slippers on the bed. Sara nods, indicating they must be for Becky.

SARA

Go ahead.

Becky takes the robe and slips it on, overwhelmed by its softness.

BECKY

I feel like I've been touched by an angel...

SARA

(lifts a lid)

And look... just what we ordered.

Becky smells the sausages... absolute ecstasy. But she worries:

(CONTINUED)

186 CONTINUED: (2)

186

BECKY

I'm a little scared about all
this...

SARA

Me, too. Do you think we
shouldn't eat it?

BECKY

I ain't that scared!

They laugh and dive into the food. As they clear off
the elegant china plates, we:

CUT TO:

187 INT. RAM DASS'S ROOM - CLOSE UP CHINA PORCELAIN -
MORNING

187

some identical china arranged on a breakfast tray.

ANOTHER ANGLE

Ram Dass sets the tray of food down by the bed and pulls
up a chair.

RAM DASS

Your breakfast, sahib.

Crewe sits up, his eyes still covered in bandages.

RAM DASS

I will help you.

Ram Dass places a warm muffin in Crewe's hand.

CREWE

Thank you... For all your
kindness. I'm so sorry to
inconvenience you.

RAM DASS

It is nothing, sahib.

Crewe registers some recognition at the word "sahib."

CREWE

That word... It sounds so
familiar, and yet... I don't know
what it means.

(CONTINUED)

187 CONTINUED:

187

RAM DASS

It is not English. We use it
where I am from... in India.

CREWE

(softly)

India...

RAM DASS

You know it?

CREWE

(straining to
remember)

No... everything's a blur... Maybe
someday I'll sort it all out.

RAM DASS

You will, sahib... You will.

CUT TO:

188 EXT. SARA'S ATTIC WINDOW - DAY

188

Sara and Becky laugh as they continue to devour their
food.

DISSOLVE TO:

189 EXT. SKY - NIGHT

189

A full moon hangs in a cloudless sky. From O.S. is heard
the WHINNY of a HORSE. PAN DOWN TO:

190 EXT. MINCHIN SCHOOL - NIGHT

190

The milk wagon is parked out front. In the bushes under
a window stands Frances, looking up for Amelia. He tries
several times to whistle, but no sound comes out. Giving
up, he calls out softly:

FRANCES

Yoo-hoo...

Instantly, a suitcase comes flying out the window and
hits Frances right between the eyes. He groans in pain.

191 INT. PARLOR - NIGHT

191

Amelia, dressed for her adventure, heaves another suit-
case out the window. We hear FRANCES GROAN O.S. Amelia
starts to squeeze her large frame backwards out the
window.

192 EXT. MINCHIN SCHOOL - NIGHT 192

Frances pales at the sight of Amelia's large behind coming down toward him. He holds out his arms, bracing himself to catch her.

193 INT. PARLOR - NIGHT 193

Amelia struggles to squish her body out the window. Suddenly, she hears Minchin's office DOOR SHUT, then Minchin's FOOTSTEPS APPROACH. Terrified, Amelia gives one last shove and disappears out the window. From O.S. we hear FRANCES GROAN very loudly. Minchin walks past the parlor door.

194 EXT. MINCHIN SCHOOL - NIGHT 194

Amelia has flattened poor Frances, who lies spread-eagle on the ground with a dazed look in his eye.

AMELIA
Frances....? Frances....?

195 INT. FRONT HALL - NIGHT 195

Minchin storms angrily up the staircase.

CUT TO:

196 EXT. MINCHIN SCHOOL - NIGHT 196

A SIDE ANGLE REVEALS Amelia and Frances drive off in the milk wagon.

197 EXT. SARA'S ATTIC WINDOW - NIGHT 197

Sara leans out the window, smiling as she watches Frances and Amelia run away together. Suddenly, from O.S., we hear:

MINCHIN (O.S.)
Where is it?!

198 INT. SARA'S ATTIC ROOM - NIGHT 198

Sara turns to see Minchin in the doorway, glaring at her.

MINCHIN
Where is the locket?!

(CONTINUED)

CONTINUED:

Shaken, Sara instinctively reaches for her locket around her neck.

MINCHIN

Give it to me.

Sara can't move.

MINCHIN

Give it to me!

Sara tearfully removes the locket and hands it to Minchin. Minchin suddenly sees the table set up by the fireplace. She raises the gas in her lamp to reveal the gourmet meal that Sara and Becky enjoyed that morning. Minchin looks around the rest of the room.

MINCHIN

What is all this...? Where did it come from?!

SARA

I... I don't know. I just woke up and it was here.

MINCHIN

You stole all of it, didn't you?
Just like you stole this locket!

SARA

No!

Minchin narrows her eyes on Sara, seizing her chance.

MINCHIN

You're nothing but a dirty little thief...

(leaning in)

And it's my responsibility to protect the children of this school from animals like you.

SARA

(desperate)

Miss Minchin --

MINCHIN

Pack your things, Princess.
You'll be leaving with the police very shortly.

Sara is too terrified to speak. Minchin turns and leaves, slamming the door behind her.

CUT TO:

199 EXT. ALLEYWAY - NIGHT

199

The force of Minchin slamming the door causes the wooden plank to dislodge from Sara's window sill... CAMERA FOLLOWS the plank as it tumbles in SLOW MOTION to the ground below, CRASHING LOUDLY.

CUT TO:

200 INT. RAM DASS'S ROOM - NIGHT

200

Crewe is awakened by the CRASH in the alley. He rises out of bed and feels his way to the window. THROUGH the window, we can see Sara in her room, trying desperately to unlock her door...

Unable to see her because of his bandaged eyes, Crewe closes the shutter. He turns back to bed and stubs his toe. Frustrated, he begins to take off his bandages...

CUT TO:

201 INT. SARA'S ATTIC ROOM - NIGHT

201

Sara bangs on the door, but Minchin has locked her in.

SARA
(crying)
No...! Please...! I didn't do
it...!

CUT TO:

202 INT. MINCHIN'S OFFICE - NIGHT

202

Minchin is on the phone to the police.

MINCHIN
... You heard me. I want her
picked up immediately!

Minchin looks at Sara's locket in her hand and throws it angrily against the wall.

CLOSEUP - LOCKET.

As it hits the floor, the locket opens...

CUT TO:

203 EXT. SKY - NIGHT

203

Clouds begin to cover the full moon, as a storm starts brewing. A wind picks up, and THUNDER is heard.

CUT TO:

204 INT. RANDOLPH'S STUDY - NIGHT

204

Randolph sits before the fireplace. He is pensive, still smarting from his disappointment. Ram Dass enters.

RAM DASS

Would you care for a brandy, sir?

RANDOLPH

Thank you.

Ram Dass bows and exits. A moment later, Crewe enters, walking with a cane, but able to see.

RANDOLPH

Ah, you've removed the bandages.

CREWE

There didn't seem to be much point. I can see alright.

(beat)

Would you mind some company?

CUT TO:

205 INT. RAM DASS'S ROOM - NIGHT

205

Hanuman leaps up to the window to go visit Sara. But the shutter is locked. He scratches at it, trying to get out. He finally manages to open it, only to discover that the wooden plank is missing!

*
*

CUT TO:

206 INT. SARA'S ATTIC ROOM - NIGHT

206

Sara cries on her bed. Becky closes the shutters to keep out the wind, then tries to comfort Sara.

BECKY

Don't worry. I'm sure they'll believe you.

SARA

No... I have to get away, Becky.

(CONTINUED)

206 CONTINUED:

206

BECKY

But how? My room's locked, too.

CUT TO:

207 EXT. GRAMERCY PARK - NIGHT

207

The storm intensifies, with a downpour of RAIN and lightning.

CUT TO:

208 EXT. ALLEY - SARA'S ATTIC WINDOW - NIGHT

208

In the driving rain, Hanuman climbs the drain pipe up the side of the school building. Reaching Sara's window at last, he jumps to the ledge and pushes open the shutter.

*
*
*
*

209 INT. SARA'S ATTIC ROOM - NIGHT

209

Rain and WIND BLOW into the room. Sara and Becky turn to see Hanuman jump inside. Sara rushes to him.

SARA

Hanuman!

Sara gives the monkey a hug, but Hanuman wiggles free and shakes his wet body all over her. Just then comes the SOUND of a CARRIAGE pulling up outside. Becky looks out the window.

210 BECKY'S POV

210

A police wagon pulls up in front of the school.

211 BACK TO SCENE

211

BECKY

The police! They're here!

Terrified, Sara looks outside, and sees that the wooden plank is missing. She thinks quickly.

SARA

Quick -- help me with the bed!

Sara and Becky flip the mattress over, revealing two wooden slats...

CUT TO:

212 INT. FRONT HALL - NIGHT 212

Minchin ushers TWO POLICEMEN inside. They head up the stairs.

CUT TO:

213 INT. SARA'S ATTIC ROOM - NIGHT 213

Sara and Becky carry one of the large wooden slats over to the window. Hanuman watches with great interest.

214 EXT. SARA'S ATTIC WINDOW - NIGHT 214

Sara maneuvers the board from her window sill to Ram Dass's across the alleyway.

CUT TO:

215 INT. UPSTAIRS HALLWAY - NIGHT 215

Minchin leads the Police to the attic door. The girls poke their heads out of their rooms, watching this in fear.

CUT TO:

216 INT. SARA'S ATTIC ROOM - NIGHT 216

Sara picks up Hanuman and puts him on the board outside. She then climbs out the window and onto the unsteady board.

BECKY

Sara, you'll fall!

SARA

It's okay, I can do it.

Sara turns back to give Becky one last hug.

SARA

I'll come back for you -- I promise.

Becky nods tearfully.

*

217 EXT. SARA'S ATTIC ROOM/ALLEYWAY - NIGHT 217 *

Sara takes a cautious step, following Hanuman across the board. Rain pours down over her, making the wood slick.

*

*

*

(CONTINUED)

217

CONTINUED:

217

Suddenly, THROUGH the window, we see Minchin and the Policemen charge into the room.

CUT TO:

INT. SARA'S ATTIC ROOM - NIGHT

Seeing Becky by the open window, Minchin rushes over to discover Sara on the board outside.

MINCHIN

What are you doing?! Come back in here this instant!!!

218

EXT. SARA'S ATTIC WINDOW/ALLEYWAY - NIGHT

218

Minchin stretches out the window and grabs the hem of Sara's dress. Sara stumbles, her foot slipping over the edge of the board!

Minchin loses her grip as Sara falls to her knees, barely managing to stay on the board. Slowly, she begins to crawl the rest of the way across.

MINCHIN (O.S.)

The little beast is running away!

Hanuman makes it to Ram Dass' window ledge, with Sara not far behind. Suddenly, a CLAP of THUNDER shakes the building, loosening a gutter from the roof. It falls down on the BOARD, SNAPPING it in half!

BECKY (O.S.)

Sara!

The two pieces of the board fall with the gutter to the ground, three stories down.

CAMERA PANS SLOWLY UP the side of Randolph's house TO REVEAL a pair of feet dangling down.

Sara has managed to grab onto Ram Dass' window ledge, and she hangs precariously by her fingertips over the alley.

ANGLE MINCHIN, BECKY, & POLICEMEN

All watch in horror as Sara hangs on for dear life.

(CONTINUED)

218 CONTINUED:

218

ANGLE SARA

Her fingertips beginning to slip off the ledge, she looks down as a flash of lightning illuminates the ground far below. Dizzy with vertigo, Sara takes a deep breath and manages to slowly pull herself up. Hanuman waits for her to make it inside, then jumps into her arms.

219 INT. SARA'S ATTIC ROOM - NIGHT

219

Minchin hides her relief by turning angrily to the policemen.

MINCHIN

Well, don't just stand there --
go next door and find her! And
take this one while you're at it.

Minchin shoves Becky into the arms of the Policemen.

CUT TO:

220 INT. RANDOLPH'S FRONT HALL - NIGHT

220

Sara sneaks down the stairs, with Hanuman trailing behind her. Sara slows when she hears MUFFLED VOICES in the nearby study.

221 INT. RANDOLPH'S STUDY - NIGHT

221

Randolph and Crewe talk by the fire.

RANDOLPH

... It's the not knowing that's
so painful... I just... I can't
let go of John until I find out
what happened.

CREWE

I'm sorry. I wish I could help
you... Though I doubt the truth
would make it any easier to bear.

Behind them, we see Sara tiptoe past the open door of the study. Hanuman walks silently behind her.

RANDOLPH

You sound as though you've
experienced such a loss.

CREWE

It's a strange sensation --
feeling your heart remember
something your mind cannot.

222 INT. RANDOLPH'S FRONT HALL - NIGHT

222

Sara makes her way to the front door. Just as she reaches for the doorknob, the silhouettes of Minchin and the Policemen appear at the front window. They BANG on the door. Sara freezes.

RANDOLPH (O.S.)

Who can that be at this hour!

Sara dashes into the living room (adjacent to the study) and closes the sliding doors behind her. Ram Dass exits the study and walks to the front door. Hanuman jumps onto his shoulder as Ram Dass opens the door to find Minchin and the Policemen.

MINCHIN

I'm sorry to bother you, but a child from the school has escaped into your house.

Ram Dass immediately knows she means Sara. Randolph wheels himself out of the study and into the front hall.

RANDOLPH

Ram Dass, what's going on here?

223 INT. RANDOLPH'S LIVING ROOM - NIGHT

223

Sara listens in fear to the voices in the front hall.

MINCHIN (O.S.)

There is a child hiding in this house unlawfully.

RANDOLPH (O.S.)

What?!

224 INT. RANDOLPH'S FRONT HALL - NIGHT

224

The Policemen take charge.

POLICEMAN #1

(to his partner)

You search the rooms upstairs.
I'll start down here.

Policeman #1 heads straight for the living room door...

225 INT. RANDOLPH'S LIVING ROOM - NIGHT

225

Hearing FOOTSTEPS approach, Sara fearfully inches back toward another set of sliding doors that lead to the study. Just as Policeman #1 starts to open the living room door...

CUT TO:

226 EXT. SKY - NIGHT

226

A bolt of lightning strikes down.

CUT TO:

227 INT. RANDOLPH'S LIVING ROOM - NIGHT

227

The lightning strike blows out the electricity, sending the house into complete darkness and shielding Sara from the Policeman.

RANDOLPH (O.S.)
What now?! Ram Dass, get some
candles!

Sara uses her chance to escape, quickly slipping through the sliding doors leading to the study.

228 INT. RANDOLPH'S STUDY - NIGHT

228

The only illumination comes from the glow of the fireplace. Sitting on the far side of it, Crewe remains in shadow.

Sara backs in and quickly closes the sliding doors behind her.

CREWE
Who's there?

Sara whirls around. She sees a figure in the dark, but cannot see who it is. Terrified, she starts to cry.

CREWE
(gently)
What is it?... Why are you crying?

Crewe rises from his seat, his upper body still in darkness. Sara is so scared, she sinks to the floor in the corner and cries.

CREWE
Please tell me... I won't hurt
you.

Something about his voice is familiar to Sara. But she's so frightened, she just cries as she watches him walk toward her.

CREWE
Won't you tell me your name?

(CONTINUED)

SARA
(whimpers)
Sara.

CREWE
Sara...

With that, Crewe steps into the glow cast by the fire, allowing Sara to see his face for the first time. Crewe looks at her kindly.

CREWE
That's such a pretty name...
Sara...

Sara acts like she's looking right at a ghost. She can't cry, speak, or even breathe... Slowly she rises from the floor.

SARA
Da... Daddy...

CREWE
What...? What did you say?

SARA
Daddy!

Sara rushes to him, throwing her arms around his legs. Crewe has no idea what to make of this. He kneels down so that he faces Sara.

SARA
(hugging him)
Daddy... Oh, Daddy...

CREWE
(confused)
I... I'm sorry... I --

SARA
Daddy, it's me... It's Sara!

CREWE
Sara... Do you know me?

SARA
(crying)
Oh, God, Daddy, don't you remember me?!

FOOTSTEPS and VOICES sound outside the room.

(CONTINUED)

MINCHIN (O.S.)

She must be in here!

SARA

Daddy, please!... You've got to
know me!... It's Sara!...
Remember?!... Remember India?!...
And Maya?... And mean Clara
Pideson?...

CREWE

(trying to remember)

I... I can't seem to --

SARA

Remember the Ramayana?... And
Emily?... And the locket with
Mama's picture in it?... Oh,
God, Daddy, please!...

The doors open and Minchin enters with the Policemen.
Randolph wheels in, followed by Ram Dass, who carries
candles to light the room up, revealing Sara.

MINCHIN

Sara!

SARA

Daddy, please!

Minchin sees Crewe and suddenly pales.

RANDOLPH

(to Sara)

Do you know this man?

SARA

Daddy, tell them...

Minchin, seeing Crewe's blank look, seizes her chance.

MINCHIN

This child has no father.

(to Police)

Take her away.

SARA

(sobbing)

No... No...

CREWE

(helpless)

I'm so sorry...

(CONTINUED)

228 CONTINUED: (3)

228

Ram Dass watches intently as the Police move to get Sara. Very slowly, he begins to hum the Indian folk song. Hearing this, Sara tries to break free of the Police.

SARA

Daddy, do you hear that?... It's the song...

Crewe remains completely lost, and as the Police begin to drag Sara away, she starts to sing the words of the folk song to Crewe.

Crewe watches helplessly as Sara is pulled out of the room, followed by Minchin and Randolph. Ram Dass stays where he is, and as SARA'S SINGING ECHOES from the front hall, he searches Crewe's face for even the faintest sign of recognition.

229 INT. RANDOLPH'S FRONT HALL - NIGHT

229

Sara, sobbing as she struggles desperately to get through the song, is dragged by the Police toward the front door.

230 INT. RANDOLPH'S STUDY - NIGHT

230

Ram Dass's eyes are fixed on Crewe, who listens to Sara's voice... Suddenly Crewe begins to sing the last part of the song softly to himself, the words flooding back to him. As he finishes the song, his memory is finally triggered.

CREWE

Sara.

CUT TO:

231 EXT. RANDOLPH HOUSE - NIGHT

231

In the RAGING STORM, Minchin oversees the Police lead Sara toward the waiting Police Wagon, where a third policeman stands guard over Becky. Sara struggles to get free, sobbing uncontrollably. As the lightning flashes, she suddenly hears:

*
*
*

CREWE (O.S.)

Sara!....

All eyes turn to see Crewe racing out the door. Sara breaks free and rushes into her father's arms.

*

(CONTINUED)

231

CONTINUED:

231

SARA

Daddy!

CREWE

(kissing her)

Oh, my darling... My darling
Sara...

Minchin watches them, defeated and furious. She turns to see the Policemen looking at her with raised eyebrows, and she instantly knows she's in trouble.

Becky weeps tears of joy as Crewe and Sara hug and kiss each other. *

SARA

Oh, Daddy, you're back... You're
back...

From the doorway, Ram Dass watches them with a smile on his face.

DISSOLVE TO:

232

EXT. MINCHIN SCHOOL - DAY

232

The new plaque reads: THE RANDOLPH SCHOOL FOR GIRLS.

We PAN ACROSS the street TO Gramercy Park. It's a beautiful day in late spring. Randolph sits in his wheelchair, assisted by Ram Dass, who has Hanuman on his shoulder. They watch the schoolgirls playing a ball game in the park.

A carriage pulls up nearby. Out steps Captain Crewe, handsomely dressed. He holds the door open for Sara and Becky, who also emerge in elegant clothing.

As Sara and Becky run over to the girls, we FOLLOW Crewe as he walks over to where Randolph sits under the tree.

RANDOLPH

All ready for your trip?

CREWE

(nods)

I can't thank you enough, Mr.
Randolph, for everything you've
done for us... Your loan was
extremely generous.

Randolph smiles warmly at him.

(CONTINUED)

RANDOLPH

No more generous than what you
tried to do for my son.

Crewe acknowledges this with a sympathetic nod.

RANDOLPH

Keep the money as long as you need
it. It'll be some time before
you're on your feet again...
Starting over is never easy.

CREWE

No, sir...

(smiles at Ram Dass)

But it sure feels good to be going
home.

Ram Dass meets his smile.

ANGLE - GIRLS

Ermengarde, Betsy, Gertrude, and Lottie are gathered
around Sara and Becky. Sara hands them a book wrapped up
in a bow.

SARA

Here... I brought you something.

Ermengarde takes it. Lottie reads over Ermengarde's
shoulder.

LOTTIE

(mispronouncing it)

The Rama... naya...

SARA

Ramayana. The greatest of Indian
legends... It's the whole story I
told you, start to finish.

ERMENGARDE

Oh, it'll be like you're really
here with us!

Sara smiles, remembering that she said the exact same
words to her father when he gave her the book. A wind
blows, and Sara turns to look over at Ram Dass and
Hanuman.

Ram Dass smiles back at her, sharing her excitement at
the long awaited trip home to their beloved India.

(CONTINUED)

232 CONTINUED: (2)

232

CAMERA SLOWLY CRANES UP OVER the park TO...

A rooftop, where a chimney sweep is leaning down inside a chimney, cleaning it out with his broom. As he pulls his head out and wipes the thick soot from his face, we see that it is actually Minchin.

*

CUT TO:

233 EXT. SHIP DECK - DAY

233

Crewe, Sara, and Becky stand on the deck of the ship. SLOW PAN ACROSS their faces as they gaze with excitement, awe, and wonder at what lies before them...

234 EXT. INDIA COASTLINE - DAY

234

The glorious colors of India stretch along the horizon, welcoming the ship with open arms.

DISSOLVE TO:

235 EXT. POND - SUNSET

235

Rama and Sita sit on the banks of the pond, gazing adoringly at each other. As the sun sets behind the Himalayas, we see the silhouette of Hanuman flying above them...

FADE OUT.

THE END